

C. Events Leading To The Chapter 11 Filing

10. In the first two years following Delphi's separation from GM, the Company generated approximately \$2 billion in net income. Every year thereafter, however, with the exception of 2002, the Company has suffered losses. In calendar year 2004, the Company reported a net operating loss of \$482 million on \$28.6 billion in net sales. Reflective of a downturn in the marketplace, Delphi's financial condition has deteriorated further in the first six months of 2005. The Company experienced net operating losses of \$608 million for the first six months of calendar year 2005 on six-month net sales of \$13.9 billion, which is approximately \$1 billion less in sales than during the same time period in calendar year 2004.²

11. The Debtors believe that three significant issues have largely contributed to the deterioration of the Company's financial performance: (a) increasingly unsustainable U.S. legacy liabilities and operational restrictions driven by collectively bargained agreements, including restrictions preventing the Debtors from exiting non-strategic, non-profitable operations, all of which have the effect of creating largely fixed labor costs, (b) a competitive U.S. vehicle production environment for domestic OEMs resulting in the reduced number of motor vehicles that GM produces annually in the United States and related pricing pressures, and (c) increasing commodity prices.

12. In light of these factors, the Company determined that it would be imprudent and irresponsible to defer addressing and resolving its U.S. legacy liabilities, product portfolio, operational issues, and forward looking revenue requirements. Having concluded that pre-filing discussions with its Unions and GM were not leading to the implementation of a plan sufficient to address the Debtors' issues on a timely basis, the Company determined to

² Reported net losses in calendar year 2004 were \$4.8 billion, reflecting a \$4.1 billion tax charge, primarily related to the recording of a valuation allowance on the U.S. deferred tax assets as of December 31, 2004.

commence these chapter 11 cases for its U.S. businesses to complete the Debtors' transformation plan and preserve value.

13. Through the reorganization process, the Debtors intend to achieve competitiveness for Delphi's core U.S. operations by modifying or eliminating non-competitive legacy liabilities and burdensome restrictions under current labor agreements and realigning Delphi's global product portfolio and manufacturing footprint to preserve the Company's core businesses. This will require negotiation with key stakeholders over their respective contributions to the restructuring plan or, absent consensual participation, the utilization of the chapter 11 process to achieve the necessary cost savings and operational effectiveness envisioned in the Company's transformation plan. The Debtors believe that a substantial segment of Delphi's U.S. business operations must be divested, consolidated, or wound-down through the chapter 11 process.

14. Upon the conclusion of this process, the Debtors expect to emerge from chapter 11 as a stronger, more financially sound business with viable U.S. operations that are well-positioned to advance global enterprise objectives. In the meantime, Delphi will marshal all of its resources to continue to deliver value and high-quality products to its customers globally. Additionally, the Company will preserve and continue the strategic growth of its non-U.S. operations and maintain its prominence as the world's premier auto supplier.

Relief Requested

15. Since 2004, as previously disclosed by the Company, the Securities and Exchange Commission (the "SEC") and other government authorities have been investigating Delphi's accounting and adequacy of disclosures for a number of transactions (the "SEC Investigation"). The transactions being investigated include ones in which Delphi received rebates or other lump-sum payments from suppliers, certain off-balance sheet financings of

indirect materials and inventory, and the payment in 2000 of \$237 million in cash, and the subsequent receipt in 2001 of \$85 million in credits, as a result of certain settlement agreements entered into between Delphi and GM. The Audit Committee of the Company's Board of Directors (the "Audit Committee") undertook to examine the circumstances giving rise to the SEC Investigation and to take appropriate actions with respect thereto, including disciplinary actions against certain employees and communicating and cooperating fully with the SEC and other government authorities. The Company retained WCPHD to represent the Audit Committee for these purposes under the terms an engagement letter dated August 24, 2004 (the "Engagement Letter"), a copy of which is annexed hereto as Exhibit B. In connection with the SEC Investigation, WCPHD has reviewed documents, interviewed relevant personnel, advised the Audit Committee and the Board of Directors, communicated with the SEC and other authorities, and performed related tasks.

16. Pursuant to section 327(e) of the Bankruptcy Code, the Debtors request that the Court authorize the employment of WCPHD, as special counsel to the Audit Committee with respect to the SEC Investigation in these chapter 11 cases, effective as of the Petition Date, in accordance with the terms set forth in this Application, the Davidow Declaration annexed hereto as Exhibit A, the Engagement Letter, and any applicable order of this Court.

17. The Audit Committee selected WCPHD as its counsel with respect to the SEC Investigation because of the firm's reputation and extensive experience and knowledge, and in particular, its national reputation and recognized expertise in the field of securities law. In connection therewith, WCPHD has become familiar with the factual and legal issues relevant to the SEC Investigation. The Debtors therefore believe that WCPHD is both well-qualified and uniquely able to represent the Audit Committee in connection with the SEC Investigation. The

Debtors further believe that WCPHD will provide the most effective and efficient representation available to the Audit Committee.

Basis For Relief

18. The Debtors submit that WCPHD's proposed retention meets all the prerequisites for retention of special counsel under section 327(e) of the Bankruptcy Code, which permits a debtor-in-possession, with court approval, to employ counsel that has represented the Debtors prior to the commencement of their chapter 11 cases for a "specified special purpose" if such employment is in the best interest of the Debtors. Because WCPHD is the proposed special regulatory counsel to Audit Committee, but not the proposed bankruptcy counsel in these chapter 11 cases, section 327(e) does not require that WCPHD and its attorneys be "disinterested persons" as defined in section 101(14) of the Bankruptcy Code. Rather, section 327(e) instead requires that WCPHD not represent or hold any interest adverse to the Audit Committee or the Debtors or their estates with respect to the matters on which WCPHD is to be employed herein. As discussed below, the employment of WCPHD as special regulatory counsel is in the best interests of the Audit Committee and the Debtors and their estates.

The Employment Of WCPHD
Is In The Best Interests Of The Estates

19. WCPHD will serve as special regulatory counsel to the Audit Committee during these chapter 11 cases. WCPHD performed similar work prior to the Petition Date and is therefore familiar with the Debtors' businesses and operations and certain regulatory issues affecting the Company. In particular, WCPHD is especially attuned to the unique securities law issues that have arisen and may arise with respect to the SEC Investigation.

20. WCPHD is a full-service, international law firm of more than 1,100 attorneys with offices in Washington, DC, New York City, and 11 other locations worldwide.

WCPHD provides legal services in virtually every major practice area, including corporate, business restructuring, trial and appellate litigation, intellectual property, banking, tax, employee benefits, and international trade. Most importantly for present purposes, WCPHD has extensive experience in securities law and regulatory matters and, in particular, the SEC Investigation. Accordingly, the Debtors believe that WCPHD is well-qualified to serve the Audit Committee as special regulatory counsel in these chapter 11 cases in an efficient and effective manner.

21. The Debtors believe that the employment of WCPHD will enhance and will not duplicate the efforts of Skadden, Arps, Slate, Meagher, & Flom LLP ("Skadden, Arps"), the Debtors' general bankruptcy counsel, Shearman & Sterling LLP, the Debtors' special labor counsel, the Debtors' special employee benefits counsel, and the other professionals retained by the Debtors to perform specific tasks that are unrelated to the work to be performed by WCPHD as special regulatory counsel herein. The Debtors understand that WCPHD will work with the other professionals retained by the Debtors to avoid any such duplication.

Services To Be Rendered By WCPHD

22. As set forth in the Engagement Letter and the Davidow Declaration, the Debtors wish to engage WCPHD to provide legal services to the Audit Committee in connection with the SEC Investigation. The Debtors anticipate that such services will include the following:

- (a) reviewing documents, interviewing relevant personnel, and reporting to the Audit Committee and the Board regarding the SEC Investigation;
- (b) advising the Company's Board of Directors on securities law and other issues relating to the SEC Investigation;
- (c) advising and assisting the Company in meetings and communications with the SEC and other regulators and governmental authorities; and

- (d) performing the full range of services normally associated with matters such as those identified above, as special regulatory counsel.

23. WCPHD has indicated its desire and willingness to represent the Audit Committee as set forth herein and to render the necessary professional services as special regulatory counsel.

24. The Debtors may request that WCPHD undertake specific matters beyond the scope of the responsibilities set forth above. Should WCPHD agree in its discretion to undertake any such matter, the Debtors shall seek further order of this Court.

WCPHD's Connections To Parties-In-Interest

25. As required by Bankruptcy Rule 2014(a), the Davidow Declaration filed in support of this Application sets forth information concerning WCPHD's connections with the Audit Committee, the Debtors, and certain other parties-in-interest in these chapter 11 cases. To the best of the Debtors' knowledge, and based on the information in the attached Davidow Declaration, neither WCPHD nor any of its partners, junior partners, counsel, or associates holds or represents any interest adverse to the Audit Committee or the Debtors or their estates with respect to the matters on which WCPHD is to be employed.

26. As set forth in the Davidow Declaration, WCPHD has in the past represented, currently represents, and will likely in the future represents certain creditors and other parties-in-interest herein in matters unrelated to the Audit Committee or the Debtors or their chapter 11 cases. WCPHD does not believe that the foregoing raises any actual or potential conflict of interest of WCPHD relating to its engagement as special regulatory counsel in these chapter 11 cases, but such connections are disclosed out of an abundance of caution. The Debtors understand that to vitiate any actual or potential conflicts of interest, WCPHD will not assist the Audit Committee or the Debtors in connection with their analysis, negotiations, and

litigation, if any, with parties with whom WCPHD has existing client relationships, and that Skadden, Arps (or other counsel if Skadden, Arps has a conflict), instead, will handle these tasks.

Professional Compensation

27. WCPHD intends to apply to this Court for compensation and reimbursement of expenses in accordance with section 330(a) of the Bankruptcy Code, the Bankruptcy Rules, applicable guidelines established by the U.S. Trustee, and the Local Rules and orders of this Court. WCPHD acknowledges that all compensation will be subject to this Court's final review and approval, following notice and opportunity for a hearing.

28. In the 90 days leading up to the Petition Date, the Company paid WCPHD approximately \$1,081,835 in fees and expenses for securities and regulatory advice and other legal services rendered in connection with the SEC Investigation.

29. The Debtors propose to pay WCPHD its standard hourly rates for matters of this type and to reimburse WCPHD for its expenses according to WCPHD's reimbursement policies, subject to the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the guidelines established by the U.S. Trustee, and the Local Rules and orders of this Court. WCPHD's hourly rates for matters of this type range from \$425 to \$815 for partners, from \$420 to \$515 for junior partners, from \$400 to \$600 for most counsel, from \$270 to \$470 for associates, from \$220 to \$405 for attorneys/specialists, and from \$80 to \$245 for most categories of paraprofessionals. As indicated in the Engagement Letter, WCPHD's hourly rates are adjusted from time to time.

30. No arrangement is proposed between WCPHD and the Debtors or the Audit Committee, for compensation to be paid in these chapter 11 cases other than as set forth above, in the Engagement Letter, and in the Davidow Declaration.

31. At the Audit Committee's request, WCPHD has continued to assist the Company in connection with the SEC Investigation since October 7, 2005 and hence, the Debtors request that WCPHD's retention be effective nunc pro tunc to October 7, 2005.

Conclusion

32. For the foregoing reasons, the Debtors submit that the employment of WCPHD as special regulatory counsel to the Audit Committee on the terms set forth herein is in the best interests of the Debtors and their estates.

Notice

33. Notice of this Application has been provided in accordance with the Order Under 11 U.S.C. §§ 102(1) and 105 and Fed. R. Bankr. P. 2002(m), 9006, 9007, and 9014 Establishing (I) Omnibus Hearing Dates, (II) Certain Notice, Case Management, and Administrative Procedures, and (III) Scheduling an Initial Case Conference in Accordance with Local Bankr. R. 1007-2(e), entered by this Court on October 14, 2005 (Docket No. 245). In light of the nature of the relief requested, the Debtors submit that no other or further notice is necessary.

Memorandum Of Law

34. Because the legal points and authorities upon which this Application relies are incorporated herein, the Debtors respectfully request that the requirement of the service and filing of a separate memorandum of law under Rule 9013-1(b) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York be deemed satisfied.

WHEREFORE, the Debtors respectfully request that this Court enter an order (a) authorizing the Debtors to employ and retain WCPHD as their special regulatory counsel to perform the services set forth herein and (b) granting the Debtors such other and further relief as is just.

Dated: New York, New York
November 9, 2005

DELPHI CORPORATION, on behalf of itself and
certain of its subsidiaries and affiliates, as Debtors and
Debtors-in-possession

By: s/ Marjorie H. Loeb
Name: Marjorie H. Loeb
Title: Assistant Secretary

WILMER CUTLER PICKERING
HALE AND DORR_{LLP}

August 24, 2004

Charles E. Davidow

DELPHI
M/C 483-400-603
5725 Delphi Drive
Troy, MI 48098-2815

2445 M STREET NW
WASHINGTON, DC 20037
+1 202 663 6241
+1 202 663 6363 fax
charles.davidow@wilmerhale.com

Attn: Joseph E. Papelian

Dear Joe:

We are pleased that Delphi Corporation has asked Wilmer Cutler Pickering Hale and Dorr LLP to serve as your counsel, and look forward to the opportunity to serve you. This letter will confirm our discussion with you regarding the engagement and describe the basis on which our firm will provide legal services to you. If you have any questions about any of these provisions, do not hesitate to call, and if any of these terms is not acceptable to you, please notify me immediately.

1. *Client; Scope of Representation.* Our client in this matter will be Delphi Corporation (the "Company"). We will be engaged to advise the Company in connection with the pending SEC investigation into the accounting surrounding the 2001 payment to Delphi by EDS (the "Matter"). Our acceptance of this engagement does not involve an undertaking to represent you or your interests in any other matter.

2. *Fees and Expenses.* Our fees are ordinarily based on hourly rates for lawyers and, where applicable, other professionals and paraprofessionals. We review and may revise our billing rates periodically, and changes in billing rates for personnel working on your case may occur during the course of the representation. My current billing rate for this matter is \$720. I would expect to add staff to this matter as appropriate and in accordance with your authorization.

Delphi
August 24, 2004
Page 2

Our current rates for matters such as this range from \$465 to \$820 for partners, \$350 to \$450 for junior partners, \$415 to \$605 for most counsel, \$275 to \$485 for associates, \$250 to \$430 for attorneys/specialists, and \$65 to \$235 for most categories of paraprofessionals.

Our statements will include separate charges for disbursements made and internal charges incurred on your behalf. These may include such items as travel expenses, postage and delivery service fees, charges for long distance telephone calls and faxes, duplicating charges, computer network services and computerized research charges, filing fees, and expenses associated with overtime work. We will bill you at cost for charges paid to third parties, and charges for internal services will be billed at our usual and customary rates for such services. Fees and expenses of others (such as consultants, experts, and local counsel) generally will not be paid by us, but will be billed directly to you, unless other arrangements are agreed to between us.

We will ordinarily send you monthly statements for work performed and expenses recorded on our books during the previous month. If you have any special policies with respect to information you want to have included in our statements, please advise us promptly. Please review our statements when you receive them so that any questions you may have are raised in a timely fashion. All such statements are due and payable within 15 days of your receipt of our statement, and we reserve the right to discontinue providing legal services, after notice, if our statements are not paid within that time. Additional details concerning billing arrangements, terms of payment, and other matters related to the engagement are set forth in the attached Terms of Engagement, which are incorporated herein by reference.

3. *Conflicts.* We are a large firm with offices in a number of cities in the United States and abroad, and we represent many other companies and individuals. Given the breadth

Delphi
August 24, 2004
Page 3

of our practice, it is possible that during the time we are representing the Company, some of our present or future clients will be engaged in transactions, or encounter disputes, with the Company. The Company agrees that we may continue to represent, and may undertake in the future to represent, existing or new clients in any matter that is not substantially related to our work for you even if the interests of such clients in those matters are directly adverse to you. At no time would we use or disclose any confidential or proprietary information relating to your representation in connection with our representation of another client without your written consent.

It is also our mutual understanding that we are being engaged by, and will represent, only the Company and not any parent, subsidiary, joint venture partner or other affiliated entities and that our representation of the Company in this matter will not give rise to any conflict of interest in the event other clients of the firm are or become adverse to any such parent, subsidiary or affiliate. Further, this will confirm that, unless specifically confirmed otherwise in writing, our representation is not a representation of any officers, directors or employees of the Company.

4. *Conclusion of Representation.* Either of us may terminate the engagement at any time for any reason by written notice, subject on our part to our professional obligations to you under applicable rules of professional conduct. Unless previously terminated, our representation of the Company will terminate upon completion of the services for the Matter described above in paragraph 1. Unless you engage us after termination of this matter, we will have no continuing obligation to advise you with respect to future legal developments, such as changes in the applicable laws or regulations, that could have an impact on your future rights and liabilities.

Following the conclusion of our representation, we will keep confidential any non-public information you have supplied to us which we retain in accordance with applicable rules of professional conduct. At your request, we will return your papers and property to you promptly upon receipt of payment for outstanding fees and costs. The firm will retain its own files pertaining to the matter in accordance with the firm's records retention program. For various reasons, including the minimization of unnecessary storage expenses, we reserve the right to destroy or otherwise dispose of any such documents or other materials after a reasonable time following the termination of the engagement.

Finally, I would like to confirm that our representation of your interests in the Matter shall not encompass advice concerning insurance matters (including evaluations of insurance claims, notices to brokers, agents, or insurers, procurement of insurance, or coverage issues). In the event that you would like us to represent you concerning insurance or disclosure matters, we would need to discuss the nature and scope of any such representation and it would need to be the subject of a separate retention agreement.

Once again, we are pleased to have this opportunity to work with you. Please call me whenever you have questions or comments during the course of our representation.

Very truly yours,

WILMER CUTLER PICKERING HALE AND
DORR LLP

By: 

Charles E. Davidow
Partner

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- x
In re : Chapter 11
DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)
Debtors. : (Jointly Administered)
----- x

ORDER UNDER 11 U.S.C. §§ 327(e) AND 1107(b) AUTHORIZING
EMPLOYMENT AND RETENTION OF WILMER CUTLER
PICKERING HALE AND DORR LLP AS SPECIAL REGULATORY COUNSEL

("WCPHD RETENTION ORDER")

Upon the application, dated November 9, 2005 (the "Application"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors" or the "Company"), for an order (the "Order") under 11 U.S.C. §§ 327(e) and 1107(b) and Fed. R. Bankr. P. 2014 and 2016, authorizing the employment and retention of Wilmer Cutler Pickering Hale and Dorr LLP ("WCPHD") to act as special regulatory counsel to the Audit Committee of the Company's Board of Directors (the "Audit Committee"); and upon the Declaration and Disclosure Statement of Charles Davidow, sworn to November 9, 2005, in support of the Application; and upon the record of the hearing held on the Application; and this Court having determined that the relief requested in the Application is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest, and it appearing that proper and adequate notice of the Application has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Application is GRANTED.
2. The Debtors' retention and employment of WCPHD to act as special regulatory counsel to the Audit Committee, pursuant to the Application, is approved under sections 327(e) and 1107(b) of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended (the "Bankruptcy Code"), and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), with approval of such employment being effective as of October 7, 2005.
3. WCPHD shall be compensated in accordance with the standards and procedures set forth in sections 330 and 331 of the Bankruptcy Code and all applicable Bankruptcy Rules, Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York, guidelines established by the Office of the United States Trustee, and further orders of this Court.
4. Any party-in-interest shall have the right to raise the issue of the application of WCPHD's postpetition fees and expenses incurred at any time, subject to applicable law and rules of court.
5. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

6. The requirement under Local Rule 9013-1(b) for the service and filing of a separate memorandum of law is deemed satisfied by the Application.

Dated: New York, New York
_____, 2005

UNITED STATES BANKRUPTCY JUDGE

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

DELPHI CORPORATION, et al.,

Debtors.

Chapter 11

Case No. 05-44481 (RDD)

(Jointly Administered)

DECLARATION AND DISCLOSURE STATEMENT OF
CHARLES DAVIDOW IN SUPPORT OF APPLICATION FOR ENTRY
OF ORDER UNDER 11 U.S.C. §§ 327(e) AND 1107(b) AUTHORIZING
EMPLOYMENT AND RETENTION OF WILMER CUTLER PICKERING
HALE AND DORR LLP AS SPECIAL REGULATORY COUNSEL
TO DEBTORS, NUNC PRO TUNC TO OCTOBER 8, 2005

I, Charles Davidow, Esquire, declare under penalty of perjury as follows:

1. I am a partner in the law firm of Wilmer Cutler Pickering Hale and Dorr LLP (“WCPHD”), which maintains offices in Washington, DC, among other places. The name, address, and telephone number for WCPHD are as follows:

Wilmer Cutler Pickering Hale and Dorr LLP
2445 M Street, NW
Washington, DC 20037
Telephone: (202) 663-6000
Facsimile: (202) 663-6363

2. I am a member in good standing of the bars of the State of New York and the District of Columbia and of various federal courts, including the United States District Court for the Southern District of New York.

3. I submit this Declaration, pursuant to Rule 2014 of the Federal Rule Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 2014-1 of the Local Bankruptcy Rules for this Court (the “Local Rules”), in connection with the application of Delphi Corporation (“Delphi” or the “Company”) and certain of its subsidiaries and affiliates, debtors and debtors-in-possession

in the above-captioned cases (collectively, the “Debtors”), for an order, pursuant to sections 327(e) and 1107(b) of Title 11, United States Code, 11 U.S.C. §§ 101 et seq. (the “Bankruptcy Code”), authorizing the retention and employment of WCPHD as special regulatory counsel to the Audit Committee of the Company’s Board of Directors, nunc pro tunc to October 8, 2005 (the “Application”).¹ This Declaration shall also constitute WCPHD’s disclosure of compensation required by Bankruptcy Rule 2016(b), Local Rule 2016-1, and section 329 of the Bankruptcy Code.

4. I am authorized to make this Declaration on WCPHD’s behalf and, unless otherwise stated, I have personal knowledge of the facts set forth herein. Certain disclosures herein relate to matters within the knowledge of other attorneys at WCPHD and are based on information provided by them.

WCPHD’s Retention and Representation

5. Since 2004, as previously disclosed by the Company, the Securities and Exchange Commission (the “SEC”) and other authorities have been investigating Delphi’s accounting and adequacy of disclosures for a number of transactions (the “SEC Investigation”). The transactions being investigated include ones in which Delphi received rebates or other lump-sum payments from suppliers, certain off-balance sheet financings of indirect materials and inventory, and the payment in 2000 of \$237 million in cash, and the subsequent receipt in 2001 of \$85 million in credits, as a result of certain settlement agreements entered into between Delphi and General Motors. The Audit Committee undertook to examine the circumstances giving rise to the SEC Investigation and to take appropriate actions with respect thereto, including disciplinary actions

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

and communicating with the SEC and other authorities. The Company retained WCPHD to represent the Audit Committee for these purposes under the terms of an engagement letter for services to be provided as counsel to the Special Committee of the Board of Directors, dated August 24, 2004 (the “Engagement Letter”). A copy of the Engagement Letter is attached as Exhibit B to the Application.

6. In connection with the SEC Investigation, WCPHD has reviewed documents, interviewed relevant personnel, advised the Audit Committee and the Board of Directors, communicated with the SEC and other authorities, and performed related tasks.

7. WCPHD is a full-service, international law firm of over 1,100 attorneys with offices in Washington, DC, New York City, and 11 other locations worldwide. WCPHD provides legal services in virtually every major practice area, including corporate, business restructuring, trial and appellate litigation, intellectual property, banking, tax, employee benefits, and international trade. I understand that the Audit Committee selected WCPHD as its counsel with respect to the SEC Investigation because of the firm’s reputation and extensive experience and knowledge, and in particular, its national reputation and recognized expertise in the field of securities law. In connection therewith, WCPHD has become familiar with the factual and legal issues relevant to the SEC Investigation.

8. In light of certain existing client representations on unrelated matters, the engagement of Skadden, Arps, Slate, Meagher, & Flom LLP (“Skadden”) as bankruptcy counsel, the engagement of Shearman & Sterling LLP (“Shearman”) as special counsel, the engagement of O’Melveny & Myers LLP (“O’Melveny”) as special labor counsel, and the engagement of Groom Law Group Chartered (“Groom”) as special employee benefits counsel (all, as addressed below), WCPHD will not be responsible for or undertake any representation with respect to (a)

advising the Debtors concerning specific contracts and claims of certain of WCPHD's existing clients nor (b) reviewing, interpreting, or commenting on the specific contracts and claims of certain of WCPHD's existing clients. These existing client relationships, and the scope of the carve-out from WCPHD's retention, are discussed more fully below.

9. I understand that the Debtors may request that WCPHD undertake specific matters beyond the limited scope of the responsibilities set forth above. Should WCPHD agree in its discretion to undertake any such matter, it is WCPHD's understanding that the Debtors shall seek further order of this Court.

10. WCPHD is making efforts, together with the Debtors' bankruptcy counsel, Skadden, special counsel, Shearman, special labor counsel, O'Melveny, and special employee benefits counsel, Groom, to ensure that there is no duplication of effort or work between Skadden, Shearman, O'Melveny, Groom, and WCPHD, and will continue to do so. It is WCPHD's intention that the estates should receive the best value possible from the efficient coordination of work among its counsel. WCPHD believes that its lawyers and Skadden, Shearman, O'Melveny, and Groom have to date delineated clearly, and will continue to delineate clearly, the division of work between them, so as to avoid any duplication of effort and to maximize the efficiencies of the proposed arrangement.

11. WCPHD received approximately \$1,081,835 from the Debtors in the 90 days prior to the Petition Date for services rendered and expenses incurred for the prepetition securities-related legal work performed by WCPHD.

WCPHD's Disclosure Procedures

12. Skadden forwarded WCPHD a list of the principal parties-in-interest in these chapter 11 cases, including the Debtors and Delphi's domestic and foreign subsidiaries, and its

directors, officers, and key executives, lenders, insurers, underwriters, unions, and major equity- and note-holders, customers, vendors, and counterparties to their major leases and contracts, among other entities with possible connections to these cases. WCPHD added certain entities to the list provided by Skadden. The entities referenced in this paragraph are referred to collectively as the “Interested Parties.” The list of Interested Parties is attached hereto as Exhibit 1.

13. In preparing this Declaration, I implemented procedures developed by WCPHD to ensure compliance with the requirements of the Bankruptcy Code and the Bankruptcy Rules regarding the retention of WCPHD in the Debtors’ chapter 11 cases (the “WCPHD Disclosure Procedures”). The statements and disclosures contained herein are based on the results of the WCPHD Disclosure Procedures. Pursuant to the WCPHD Disclosure Procedures, I performed, or caused to be performed, the following actions to identify the parties relevant to this Declaration and to ascertain WCPHD’s connections to the Interested Parties:

(a) I directed WCPHD personnel to compare the list of Interest Parties to the names that WCPHD has compiled in a master client database from its conflict clearance and billing records, comprised of the names of the entities for which any attorney time charges have been billed in the past ten (10) years (the “Client Database”). The Client Database includes the name of each current or former client, the names of the parties who are or were related or adverse to such current or former client in the matters on which we represented the client, and the names of the WCPHD personnel who are or were responsible for current or former matters for each such client.

(b) Any matches between the Client Database and the list of Interest Parties were identified (the “Client Matches”).

(c) An attorney at WCPHD then reviewed the Client Matches and deleted obvious name coincidences and individuals or entities that were adverse to WCPHD’s client in both this matter and the respective matters referenced in the Client Matches. The remaining client connections were compiled for purposes of this Declaration.

(d) In addition to the foregoing, I caused a request to be made of all WCPHD attorneys to determine if any WCPHD attorney (i) holds any equity or debt security of the Debtors, or (ii) has any claim against or other connection to any of the Debtors.

WCPHD's Connections

14. The disclosures in this subsection are the product of implementing the WCPHD Disclosure Procedures, and disclose WCPHD's connections with the Interested Parties for purposes of Bankruptcy Rule 2014. The disclosures are arranged in the same categories as the Interested Parties List:² (i) domestic subsidiaries;³ (ii) foreign subsidiaries; (iii) joint owners of subsidiaries; (iv) directors, officers, and key executives; (v) major customers; (vi) insurance providers; (vii) major vendors; (viii) professionals; (ix) indenture trustees; (x) underwriters of securities; (xi) non-Debtor parties to collective bargaining agreements; (xii) counterparties to major leases; (xiii) counterparties to major contracts; (xiv) major lenders; (xv) state and other government authorities; (xvi) potential interested parties; (xvii) major litigation parties; (xviii) holders of 5% or more of the equity securities of the Company; and (xix) holders of 5% or more of notes of the Company.

A. Representations Adverse to Delphi.

15. Pursuant to the Engagement Letter and, in certain instances, with specific consent from the Company, the Company waived certain non-disqualifying conflicts and agreed that WCPHD may represent other of its current and future clients on a basis adverse to the Company in any matter that is not substantially related to WCPHD's work for the Audit Committee. In

² Certain interested parties listed in paragraphs 17 and 18 of this Declaration may qualify for more than one of the categories set forth therein. For example, certain "Major Customers" also may be "Counterparties to Major Contracts." To avoid duplication, I have listed each such Interested Party in only one applicable category.

³ This category includes all of the Debtors.

matters of that description,⁴ WCPHD represents or represented in the past the following clients:

- a) Analog Devices, Inc.: WCPHD represents Analog Devices, Inc. in a matter in which Delphi Corporation is an adverse party, and represented Analog Devices, Inc. in a matter in which Delphi Delco Electronics, Inc. was an adverse party;
- b) ATRIAX Limited: WCPHD represented ATRIAX Limited in a matter in which Delphi Automotive was an adverse party;
- c) Bioveris Corporation: WCPHD represents Bioveris Corporation in a matter in which Delphi Medical Systems Corporation is an adverse party, and another matter in which Delphi Automotive Systems, LLC is an adverse party;
- d) Gem Gravure Co., Inc.: WCPHD represented Gem Gravure Co., Inc. in a matter in which Delphi Packard Electronics was an adverse party; and
- e) I-Logix, Inc.: WCPHD represents I-Logix, Inc. in a matter in which Delphi Automotive Systems, LLC is an adverse party.

16. In addition, an attorney at WCPHD who was unaware at the time of the firm's representation of the Audit Committee briefly advised another client of the firm with respect to its trade accounts with the Debtors. WCPHD is providing no ongoing advice on this matter to that other client.

B. Representations of Interested Parties or Their Affiliates.

17. WCPHD currently represents and may represent in the future, in matters wholly unrelated to these chapter 11 cases, the following Interested Parties or, in some instances, their affiliates:

- Domestic Subsidiaries: None, except as referenced above.
- Foreign Subsidiaries: None, except as referenced above.

⁴ Certain of the adverse parties referenced in this subsection are or may be current or former affiliates of Delphi.

- Joint Owners of Subsidiaries: Palm, Inc.; Raytheon Company; Royce & Associates, LLC
- Directors, Officers and Key Executives: NONE
- Major Customers: Caterpillar, Inc.; DaimlerChrysler Corp, US; Ford Motor Co.; General Motors Corp.; Honda; Suzuki Group; Toyota Motor Credit Corporation; Agilent Tech.; Cardinal Health; NuVasive, Inc.
- Insurance Providers: ACE American Insurance Company; AIG/American International Group, Inc.; Hewitt Associates; Lexington Insurance Companies; Medco Health Solutions, Inc.; MetLife; University of Michigan; Zurich American Insurance Company; Allianz of America Corporation; American International Specialty Lines Insurance Company; AXIS; Pacific Employers Insurance Co. (ACE USA); Twin City Fire Insurance (Hartford); Amerada Hess Corporation; ANR Pipeline Company; The Hartford; Continental Casualty Co. (CNA)
- Major Vendors: Analog Devices, Inc.; Deloitte & Touche; General Electric Capital Corporation; General Electric Co. Inc.; Infineon Technologies AG; Microsoft Services; PriceWaterhouseCoopers LLP; Siemens Automotive Ltd.; Siemens AG; Texas Pacific Group Ltd.; Textron Inc.; Tyco International Ltd.; Tyco Electronics Corp.; Yazaki Corp.; Bayer AG; Henkel KGAA; Microchip Technology Inc.; Mittal Steel Company N.U.; MTI Technology Corp.; Shell Oil; Hyatt Legal Plans, Inc.; Wal-Mart Stores CE; AK Steel Corporation; Flextronics Intl. Asia Pacific; Merck Medco; Asahi Glass Co.; Ontario Holding International BV
- Professionals: Shearman & Sterling LLP; Ernst & Young; FTI Consulting, Inc.; MIT; Asset Management Resources; Latham & Watkins LLP
- Indenture Trustees: J.P. Morgan Trust Company, N.A
- Underwriters of Securities: A.G. Edwards & Sons, Inc; ABN AMRO Incorporated; Banc of America Securities LLC; Barclays Capital Inc.; Citigroup Global Markets Inc.; Comerica Securities Inc.; Credit Suisse First Boston LLC; Deutsche Bank Securities Inc.; HSBC Securities Inc.; J.P. Morgan Securities Inc.; Merrill Lynch, Pierce, Fenner & Smith Incorporated; Morgan Stanley & Co. Incorporated; Oppenheimer & Co. Inc.; Quick & Reilly, Inc.; RBC Dain Rauscher Inc.; Samuel A. Ramirez & Company Inc.; SG Cowen Securities Corporation; The Royal Bank of Scotland PLC; UBS Securities LLC; Utendahl Capital Partners, L.P.; Wachovia Capital Markets, LLC; Williams Capital Group, L.P.
- Non-Debtor Parties to Collective Bargaining Agreements: NONE
- Counterparties to Major Leases: NONE
- Counterparties to Major Contracts: Ameritech Information Systems, Inc.; ARL; Cardinal Health 200, Inc.; Cellco Partnership d/b/a Verizon Wireless; Cinergy PSI IN;

Honeywell International; Johns Hopkins University; Pepco Energy Services, Inc.; Time Warner; Verizon; Bell South; IBM Corporation; Intel Corporation; Lucent Technologies Inc.; Nokia Corporation; TCS; The Whitaker Corporation; UnitedGlobal Com Inc (UGC); UGC "Europe"; KPL (Western Resources) KS

- Major Lenders: Blue Ridge Asset Funding Corporation; Citicorp Securities, Inc.; First Chicago Capital Markets, Inc.; Amaranth Partners LLC; Banco Bilbao Vizcaya Argentaria, S; Bank of America, N.A.; Bank of New York; Bank of Nova Scotia; Cargill Financial Services Intl. Inc.; Citibank N.A.; Citigroup Financial Products Inc.; Deutsche Bank AG; Deutsche Bank Trust ; Company America; Goldman Sachs Credit Partners L.P.; HKB Master Fund L.P.; Societe Generale SA New York; Bear Stearns Investment Products; American Express Certificate Company; Blue Square Funding Ltd. Series 3; Endurance CLO I Ltd; Galaxy; KIL Loan Funding LLC; Loan Funding LLC; Madison Park Funding I, Ltd.; Long Grove CLO, Limited; Principal Life Insurance Company; Sankaty High Yield Partners; Putnam Investments; Solomon Brothers; Scoggin Worldwide Fund Ltd.; Stanfield; PIMCO Floating; PNC Bank, N.A.; Principal Life Insurance Company; Stanfield; SunTrust Bank Atlanta
- State and Other Government Authorities: Illinois Environmental Protection Agency (EPA) (Illinois)
- Potential Interested Parties: NONE
- Major Litigation Parties: Lockheed Martin Corporation; Harco Industry, Inc; William Hardy; Charles R. Clark; Power Outage
- Holders of 5% or More of the Equity Securities of the Company: Capital Research; State Street Bank
- Holders of 5% or More of Notes of the Company: Investors Bank; Lehman Brothers; Mellon Trust; Pershing

18. WCPHD represented in the past and may represent in the future, in matters wholly unrelated to these chapter 11 cases, the following Interested Parties or, in some instances, their affiliates:

- Domestic Subsidiaries: None, except as referenced above.
- Foreign Subsidiaries: None, except as referenced above.
- Joint Owners of Subsidiaries: Mayfield Fund; Raytheon Company
- Directors, Officers and Key Executives: John D. Sheehan; David Jones; John Short; Richard Brown; Robert Katz, Esq.

- Major Customers: BMW; Collins & Aikman Corp.; DaimlerChrysler Corp, US; Fiat Group; Ford Motor Co.; General Motors Corp.; Honda; Magna International Inc.; Nissan; Suzuki Group; Tenneco; Toyota Motor Credit Corporation; TRW; Agilent Tech.; Aksys, Ltd.; Cardinal Health; Hewlett-Packard Co.; L-3 Communications; NuVasive, Inc. Sun Refining & Marketing
- Insurance Providers: ACE American Insurance Company; AIG/American International Group, Inc.; CIGNA Behavior Health; CIGNA Corp.; Blue Cross Blue Shield of Michigan; Hewitt Associates; Medco Health Solutions, Inc.; MetLife; Zurich American Insurance Company; Allianz of America Corporation; American International Specialty Lines Insurance Company; American Home Assurance Co. (AIMA); Chubb Custom Insurance; Federal Ins.Co. (Chubb); National Union Fire Ins. Co. (AIG); Pacific Employers Insurance Co. (ACE USA); Twin City Fire Insurance (Hartford); Amerada Hess Corporation; Columbia Gas Transmission Corp.; Columbia Gas of Ohio; The Hartford; Continental Casualty Co. (CNA)
- Major Vendors: Alps Electric Co. Ltd.; Analog Devices, Inc.; Aluminum Company of America, Inc. (ALCOA); Carlisle Companies, Inc.; Deloitte & Touche; EDS (Electronic Data Systems Corporation); Engelhard Corporation; Fountain Construction; General Electric Capital Corporation; General Electric Co. Inc.; Georg Fischer AG; Hitachi Automotive; Hitachi Ltd.; Hitachi Chemical Asia Pacific; Infineon Technologies AG; Microsoft Services; Niles Co. Ltd.; Olin Corp.; PriceWaterhouseCoopers LLP; Siemens Automotive Ltd.; Siemens AG; Texas Pacific Group Ltd.; Textron Inc.; Thyssenkrupp AG; Torrington Co.; Tyco International Ltd.; Tyco Electronics Corp.; US Steel Corporation; Bayer AG; Georgia Gulf Corp.; GKN PLC; Henkel KGAA; The Intel Group Inc.; MTI Technology Corp.; Northern Engraving Corp.; Sharp Electronics Corp.; Shell Oil; Texas Instruments Inc.; Circuit City Stores Inc.; Daihatsu; Wal-Mart Stores CE; Reliance Insurance Company; Toronto Dominion Bank; Flextronics Intl. Asia Pacific; Selectron de Mexico SA de CV; TI Group Automotive System; Delta; Merck Medco; Cannon Group Ltd.; Saab Automobile AB; Engineered Plastic Components Inc.
- Professionals: Cleary, Gottlieb, Steen & Hamilton; Shearman & Sterling LLP; Ernst & Young; FTI Consulting, Inc.; MIT; Sapient; Wise, Carter, Child & Caraway; Rothschild Inc.; Asset Management Resources; Booz-Allen Hamilton; Foley & Lardner LLP; Orion Adv. Mktg.; Paul Hastings Janofsky & Walker LLP; Russell Reynolds; SAP Consulting; O'Melveny & Myers LLP; Latham & Watkins LLP; Simpson Thacher & Barlett LLP; Davis Polk & Wardwell
- Indenture Trustees: Bank One Trust Company N.A.; J.P. Morgan Trust Company, N.A.; Chase Lincoln First Bank N.A.; First National Bank of Chicago
- Underwriters of Securities: A.G. Edwards & Sons, Inc; ABN AMRO Incorporated; Advest, Inc.; Banc of America Securities LLC; Barclays Capital Inc.; Citigroup Global Markets Inc.; Comerica Securities Inc.; Credit Suisse First Boston LLC; Deutsche Bank Securities Inc.; HSBC Securities Inc.; J.P. Morgan Securities Inc.; Merrill Lynch, Pierce,

Fenner & Smith Incorporated; Merrill Lynch, Pierce, Fenner & Smith Incorporated; Morgan Stanley & Co. Incorporated; Oppenheimer & Co. Inc.; Quick & Reilly, Inc.; RBC Dain Rauscher Inc.; SG Cowen Securities Corporation; The Royal Bank of Scotland PLC; Wachovia Capital Markets, LLC; Wells Fargo Van Kasper LLC

- Non-Debtor Parties to Collective Bargaining Agreements: NONE
- Counterparties to Major Leases: NONE
- Counterparties to Major Contracts: American Electric Power (AEP OK); Alabama Power Co.; Ameritech Information Systems, Inc.; ARL; AT&T Corporation; AT&T Solutions, Inc.; AT&T Wireless; Cardinal Health 200, Inc.; Cellco Partnership d/b/a Verizon Wireless; Consumers Power Company; Department of Energy/National Energy Technology Laboratory (DOE/NETL); Entergy (MS Power & Light) USA; Honeywell International; Intercall; Johns Hopkins University; PSE&G NJ; Southern California Edison; Tennessee Valley Authority; Time Warner; Verizon; Bell South; Compuware; Ericsson AB; IBM Corporation; Intel Corporation; Lucent Technologies Inc.; Nokia Corporation; North American Philips Corporation; The Whitaker Corporation; Toshiba Corporation; UnitedGlobal Com Inc (UGC); KPL (Western Resources) KS
- Major Lenders: Bank of Toyko Mitsubishi Company; Blue Ridge Asset Funding Corporation; Citicorp Securities, Inc.; First Chicago Capital Markets, Inc.; Dai-Ichi Kangyo Trust Company of New York; Deposit Guaranty National Bank; Bank of America, N.A.; Bank of New York; Bank of Nova Scotia; Cargill Financial Services Intl. Inc.; Citibank N.A.; Citigroup Financial Products Inc.; Commerzbank Aktiengesellschaft New; Deutshce Bank AG; Deutsche Bank Trust Company America; Goldman Sachs Credit Partners L.P.; HSBC Bank USA, National Association; Societe Generale SA New York; Bear Stearns Investment Products; American Express Certificate Company; Aslan Capital Master Fund, L.P.; Blue Square Funding Ltd. Series 3; Boston Harbor CLO 2004-1, Ltd.; Employers Insurance of Wausau; Lightspeed CLO; Galaxy; Investors Bank and Trust Co.; KIL Loan Funding LLC; KKR Financial CLO 2005-1, Ltd.; Loan Funding LLC; Madison Park Funding I, Ltd.; Long Grove CLO, Limited; Principal Life Insurance Company; Sankaty High Yield Partners; Putnam Investments; Solomon Brothers; Scoggin Worldwide Fund Ltd.; Stanfield; Oak Hill Credit; Oak Hill Securities Fund; PIMCO Floating; PNC Bank, N.A.; Principal Life Insurance Company; Putnam Investments; Sankaty High Yield Partners; Wells Capital Management
- State and Other Government Authorities: Illinois Environmental Protection Agency (EPA) (Illinois)
- Potential Interested Parties: Consumer Electronic
- Major Litigation Parties: American Electronics Components (AEC); James Brown; Bulk Terminals, Inc.; Robert E. Davis; Republic Waste Industries, Inc. aka Autonation; Eaton Corporation; Joseph Fleming; John Petrie; Lockheed Martin Corporation; OSHA Recordables; SouthTrust Bank; Harco Industry, Inc; William Hardy; Patricia Gordon;

Mark Howard; William Edwards; Phillip Matter; Robert Lewis; John Campbell; John Colbert; Epsilon; Apple Computer; Arnold & Porter; Sidney Bernstein; Charles Clark; Invensys; Leland Jones

- Holders of 5% or More of the Equity Securities of the Company: Capital Research, State Street Bank
- Holders of 5% or More of Notes of the Company: Investors Bank; Lehman Brothers; Mellon Trust; Pershing; SSB

19. The wife of a junior partner of WCPHD is a former employee of the Company and is a beneficiary of a Company pension. That person also holds a total of less than 250 shares of Delphi stock in her 401k account and a brokerage account.

20. In addition, one partner of WCPHD and the husband of a counsel of WCPHD each holds less than 200 shares of Delphi common stock.

21. Stephen Cutler, a partner of WCPHD, gained knowledge of the SEC Investigation during his time of employment with the SEC. Since Mr. Cutler's arrival at the firm in October 2005, an ethical wall has been maintained to ensure that he has no involvement in WCPHD's representation of the Audit Committee.

22. Some of our attorneys, in the context of their personal finances, directly or indirectly own publicly traded securities in certain non-Debtor Interested Parties. We have not listed or inquired about these connections with specificity because we do not believe they have any bearing on our representation of the Audit Committee herein.

23. I should note that WCPHD has a long-standing policy prohibiting all of its lawyers and support staff from using confidential information that may come to their attention in the course of their work. In this regard all WCPHD personnel are subject to certain ethical constraints, including a bar from trading in securities with respect to which they possess confidential information.

24. To the best of my knowledge, neither WCPHD, nor its partners, junior partners, counsel, or associates have any connections to (A) the Assistant U.S. Trustee for Region 2, her staff, or individuals employed by the Office of the United States Trustee for the Southern District of New York, Manhattan and White Plains divisions, or (B) the Bankruptcy Judge presiding over these chapter 11 cases or his chambers staff.

25. WCPHD is one of the world's major law firms and has a diverse client base. Indeed, in calendar year 2004, no single client (including affiliates) accounted for more than 6% of WCPHD's total time billed for that period. With the exception of Analog Devices, Inc., Citigroup Global Capital Markets Inc., Credit Suisse First Boston Corp., The Hartford Financial Services Group, Inc., and Verizon Communications Inc., no single client referenced in this Declaration accounted for more than 1% of WCPHD's total time billed for 2004 and, of that group, only Citigroup Global Markets, Inc. and Verizon Communications Inc. accounted for than 1.5% of total billings for 2004.

26. Supplementing the disclosures set forth in paragraphs 14 through 25 above, WCPHD appears in cases, proceedings, and transactions involving many different professionals, including attorneys, accountants, financial consultants, real estate consultants, and investment bankers, some of which may represent Interested Parties or are themselves Interested Parties. Included among those professionals are Skadden, Shearman, O'Melveny, Simpson Thacher & Bartlett LLP (counsel for the agent under the Debtors' prepetition credit facility), Davis Polk & Wardwell (counsel for the agent under the Debtors' postpetition credit facility), Latham & Watkins (counsel for the Official Committee of Unsecured Creditors), FTI Consulting, Inc. (the Debtors' restructuring and financial advisors), and Rothschild Inc. (the Debtors' financial advisor and investment banker). As disclosed in paragraphs 17 and 18 above, certain of

these professionals are or have been direct clients of WCPHD in matters unrelated to the Debtors. In addition, WCPHD has in the past appeared, currently appears, and in the future is likely to appear in matters in which WCPHD represents the same entity, a related entity, or an entity adverse to those represented by other professionals who are Interested Parties or by other professionals that the Debtors have retained or may seek to retain or are otherwise involved in these chapter 11 cases.

27. These chapter 11 cases involve hundreds of suppliers, vendors, landlords, service providers, employees, creditors, and other parties in interest and entities referenced in Bankruptcy Rule 2014(a). WCPHD is continuing and will continue to review potential conflicts and connections with those entities in accordance with the WCPHD Disclosure Procedures and will file supplemental disclosures as appropriate.

28. Based upon the search conducted to date in accordance with the WCPHD Disclosure Procedures, I submit that (A) none of WCPHD's representations or other connections disclosed herein have resulted or will result in any actual or potential conflict of interest herein, and (B) neither I, nor WCPHD or any partner, counsel, junior partner, or associate thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or to their estates with respect to the matters on which WCPHD is to be employed.

WCPHD's Rates and Billing Practices

29. WCPHD categorizes its billings by subject matter, in compliance with the applicable guidelines of the Office of the United States Trustee (the "U.S. Trustee Guidelines"). WCPHD acknowledges that its compensation in the Debtors' cases is subject to approval of this Court in accordance with applicable law and court rules and orders, including section 330 of the Bankruptcy Code, Bankruptcy Rule 2016, and the U.S. Trustee Guidelines.

30. As of the Petition Date, WCPHD's hourly rates for matters of this type ranged from \$425 to \$815 for partners, from \$420 to \$515 for junior partners, from \$400 to \$600 for most counsel, from \$270 to \$470 for associates, from \$220 to \$405 for attorneys/specialists, and from \$80 to \$245 for most categories of paraprofessionals. As indicated in the Engagement Letter, WCPHD's hourly rates are adjusted from time to time.

31. No promises have been received by WCPHD or any of its attorneys as to payment or compensation in connection with these cases other than in accordance with the Bankruptcy Code, Bankruptcy Rules, Local Rules, U.S. Trustee Guidelines, and orders of this Court. WCPHD has neither shared nor agreed to share, with any person other than partners and employees of WCPHD, any compensation or reimbursements to be received by WCPHD in connection with its services rendered in these cases.

32. I acknowledge that all amounts paid to WCPHD during these chapter 11 cases are subject to final allowance by this Court. In the event that any fees paid or expenses reimbursed to WCPHD during these chapter 11 cases are disallowed, those amounts will be disgorged by WCPHD and returned to the Debtors or as otherwise ordered by the Court.

33. By reason of the foregoing, I believe that WCPHD is eligible for employment and retention by the Debtors pursuant to section 327(e) of the Bankruptcy Code and the applicable Bankruptcy Rules and Local Bankruptcy Rules.

34. The foregoing constitutes the Declaration of WCPHD pursuant to section 329 of the Bankruptcy Code and Rules 2014(a) and 2016(b) of the Bankruptcy Rules.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: November 9, 2005
Washington, DC

WILMER CUTLER PICKERING
HALE AND DORR LLP

/s/ Charles Davidow
Charles Davidow

Exhibit 1

List of “Interested Parties”

I. Domestic Subsidiaries

AMBRAKE Corporation (Delaware)
Ambrake GP, Inc. (Kentucky)
Ambrake Manufacturing, Ltd. (Kentucky)
ASEC Manufacturing General Partnership (Delaware)
ASEC Sales General Partnership (Delaware)
Aspire, Inc. (Michigan)
CEI Co., Ltd. (Tennessee)
Delco Electronics LLC (Delaware)
Delco Electronics Overseas Corporation (Delaware)
Delphi Automotive Systems - Ashimori LLC (Michigan)
Delphi Automotive Systems (Holding), Inc. (Delaware)
Delphi Automotive Systems Global (Holding), Inc. (Delaware)
Delphi Automotive Systems Human Resources LLC (Delaware)
Delphi Automotive Systems International, Inc. (Delaware)
Delphi Automotive Systems Korea, Inc. (Delaware)
Delphi Automotive Systems LLC (Delaware)
Delphi Automotive Systems Overseas Corporation (Delaware)
Delphi Automotive Systems Risk Management Corp. (Delaware)
Delphi Automotive Systems Services LLC (Delaware)
Delphi Automotive Systems Tennessee, Inc. (Delaware)
Delphi Automotive Systems Thailand, Inc. (Delaware)
Delphi China LLC (Delaware)
Delphi Connection Systems (California)
Delphi Corporation
Delphi Diesel Systems Corp. (Delaware)
Delphi Electronics (Holding) LLC (Delaware)
Delphi Foreign Sales Corporation (Virgin Islands)
Delphi Furukawa Wiring Systems LLC (Delaware)
Delphi Integrated Service Solutions, Inc. (Michigan)
Delphi International Holdings Corp. (Delaware)
Delphi International Services, Inc. (Delaware)
Delphi Liquidation Holding Company
Delphi LLC (Delaware)
Delphi Mechatronic Systems, Inc. (Delaware)
Delphi Medical Systems Colorado Corporation (Colorado)
Delphi Medical Systems Corporation (Delaware)
Delphi NY Holdings Corporation (New York)
Delphi Receivables LLC (Delaware)
Delphi Services Holding Corporation (Delaware)
Delphi Technologies, Inc. (Delaware)
Delphi Trust I (Delaware)
Delphi Trust II (Delaware)
Delphi Trust III (Delaware)
Delphi Trust IV (Delaware)
DREAL, Inc. (Delaware)
EnerDel, Inc. (Delaware)
Environmental Catalysts, LLC (Delaware)
Exhaust Systems Corporation (Delaware)

HE Microwave LLC (Delaware)
InPlay Technologies, Inc. (Nevada)
MobileAria, Inc. (Delaware)
Packard Hughes Interconnect Company (Delaware)
PBR Knoxville L.L.C. (Delaware)
Specialty Electronics International Ltd. (Virgin Islands)
Specialty Electronics, Inc. (South Carolina)
Delphi Medical Systems Texas Corporation

II. Foreign Subsidiaries

Alambrados y Circuitos Eléctricos, S.A. de C.V. (Mexico)
Arcomex S.A. de C.V. (Mexico)
Arneses Electricos Automotrices, S.A. de C.V. (Mexico)
AS Catalizadores Ambientales S.A. de C.V. (Mexico)
ASEC Manufacturing (Thailand) Ltd. (Thailand)
ASEC Private Limited (India)
Ashimori Industry Co., Ltd. (Japan)
Autoensambles y Logistica, S.A. de C.V. (Mexico)
Beijing Delphi Technology Development Company, Ltd. Peoples Republic of China)
Beijing Delphi Wan Yuan Engine Management Systems company, Ltd. (Peoples Republic of China)
BGMD Servicios Automotivos Ltda. (Brazil)
BlueStar Battery Systems International Corp. (Canada)
Bujias Mexicanas, S.A. de C.V. (Mexico)
Cablana, S.L (Spain)
Calsonic Harrison Co., Ltd. (Japan)
Centro Técnico Herramental, S.A. de C.V. (Mexico)
Closed Joint Stock Company PES/SCC (Russian Federation)
Condura, S. de R.L. (Mexico)
Controladora Chihuahuense, S. de R.L. de C.V. (Mexico)
Controladora de Alambrados y Circuitos Eléctricos, S. de .L. de C.V. (Mexico)
Controladora de Rio Brave, S. de R.L. de C.V. (Mexico)
Controladora Vesfron, S. de R.L. de C.V. (Mexico)
Cordaflex Espana, S.A. (Spain)
Cordaflex, S.A. de C.V. (Mexico)
Daehan Electronics Yantai Co., Ltd. (Peoples Republic of China)
Daesung Electric Co., Ltd. (Korea)
Daewoo Motor Co., Ltd. (Korea)
Del Tech Co., Ltd. (Korea)
Delphi (China) Technical Centre Co. Ltd. (Peoples Republic of China)
Delphi Administración, S.A. de C.V. (Mexico)
Delphi Alambrados Automotrices, S.A. de C.V. (Mexico)
Delphi Automotive Systems - Portugal S.A. (Portugal)
Delphi Automotive Systems (China) Holding Company Limited (Peoples Republic of China)
Delphi Automotive Systems (Netherlands) B.V. (Netherlands)
Delphi Automotive Systems (Thailand) Ltd. (Thailand)

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II. Foreign Subsidiaries (con'd)

Delphi Automotive Systems Australia Ltd. (Australia)
Delphi Automotive Systems Cinq SAS (France)
Delphi Automotive Systems Deutschland Verwaltungs
GmbH (Federal Republic of Germany)
Delphi Automotive Systems do Brasil Ltda. (Brazil)
Delphi Automotive Systems Espana S.L. (Spain)
Delphi Automotive Systems Holding GmbH (Austria)
Delphi Automotive Systems Huit SAS (France)
Delphi Automotive Systems Japan, Ltd. (Japan)
Delphi Automotive Systems Limited Sirketi (Turkey)
Delphi Automotive Systems Luxembourg S.A.
(Luxembourg)
Delphi Automotive Systems Maroc (Morocco)
Delphi Automotive Systems Neuf SAS (France)
Delphi Automotive Systems Philippines, Inc. (Philippines)
Delphi Automotive Systems Private Ltd. (India)
Delphi Automotive Systems Singapore Investments Pte.
Ltd. (Singapore)
Delphi Automotive Systems Singapore Pte Ltd.
(Singapore)
Delphi Automotive Systems Sweden AB (Sweden)
Delphi Automotive Systems UK Limited (England and
Wales)
Delphi Automotive Systems Vienna GmbH (Austria)
Delphi Automotive Systems, S.A. de C.V. (Mexico)
Delphi Automotive Systems/Ashimori de Mexico, S.A. de
C.V. (Mexico)
Delphi Automotive Systems-Portugal S.A. (Portugal)
Delphi Belgium N.V. (Belgium)
Delphi Cableados, S.A. de C.V. (Mexico)
Delphi Calsonic Compressors, S.A.S. (France)
Delphi Canada Inc. (Ontario)
Delphi Catalyst South Africa (Proprietary) Limited (South
Africa)
Delphi Connection Systems - Tijuana, S.A. de C.V.
(Mexico)
Delphi Controladora, S.A. de C.V. (Mexico)
Delphi Czech Republic, k.s. (Czech Republic)
Delphi Daesung Wuxi Electronics Co., Ltd. (Peoples
Republic of China)
Delphi de Mexico, S.A. de C.V. (Mexico)
Delphi Delco Electronic Systems Suzhou Co., Ltd.
(Peoples Republic of China)
Delphi Delco Electronics de Mexico, S.A. de C.V.
(Mexico)
Delphi Delco Electronics Europe GmbH (Federal
Republic of Germany)
Delphi Deutschland GmbH (Federal Republic of
Germany)
Delphi Deutschland Technologies GmbH (Federal
Republic of Germany)

Delphi Diesel Body Systems Mexico, S.A. de C.V.
(Mexico)
Delphi Diesel Systems Corporativo IDSA, S.A. de C.V.
(Mexico)
Delphi Diesel Systems do Brasil Ltda. (Brazil)
Delphi Diesel Systems France SAS (France)
Delphi Diesel Systems Korea Ltd. (Korea)
Delphi Diesel Systems Limited (England and Wales)
Delphi Diesel Systems Pakistan (Private) Limited
(Pakistan)
Delphi Diesel Systems Pension Trustees Limited (England
and Wales)
Delphi Diesel Systems S.L. (Spain)
Delphi Diesel Systems Service Mexico, S.A. de C.V.
(Mexico)
Delphi Electronic Suzhou Co. Ltd. (Peoples Republic of
China)
Delphi Ensamble de Cables y Componentes, S. de R.L. de
C.V. (Mexico)
Delphi France Holding SAS (France)
Delphi France SAS (France)
Delphi Harrison Calsonic, S.A. (France)
Delphi Holding GmbH (Austria)
Delphi Holding Hungary Asset Management Limited
Liability Company (Hungary)
Delphi Holdings Luxembourg S.ar.l. (Luxembourg)
Delphi Insurance Limited (Ireland)
Delphi Interior Systems de Mexico, S.A. de C.V.
(Mexico)
Delphi International Holdings Corporation Luxembourg
S.C.S. (Luxembourg)
Delphi Italia Automotive Systems S.r.l. (Republic of Italy)
Delphi Korea Corporation (Korea)
Delphi Lockheed Automotive Limited (England and
Wales)
Delphi Lockheed Automotive Pension Trustees Limited
(England and Wales)
Delphi Otomotiv Sistemleri Sanayi ve Ticaret Anonim
Sirket (Turkey)
Delphi Packard Austria GmbH & Co. KG (Austria)
Delphi Packard Electic Sielin Argentina S.A. (Argentina)
Delphi Packard Electric (Malaysia) Sdn. Bhd. (Malaysia)
Delphi Packard Electric Ceska Republika, S.R.O. (Czech
Republic)
Delphi Packard Electric Systems Company Ltd. (Peoples
Republic of China)
Delphi Packard España, SLU (Spain)
Delphi Packard Hungary Kft (Hungary)
Delphi Packard Romania SRL (Romania)
Delphi Poland S.A. (Poland)
Delphi Polska Automotive Systems Sp. z.o.o. (Poland)

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II. Foreign Subsidiaries (con'd)

Delphi Saginaw Lingyun Drive Shaft Co., Ltd. (Peoples Republic of China)
Delphi Saginaw Steering Systems UK Limited (England and Wales)
Delphi Shanghai Dynamics and Propulsion Systems Co. Ltd. (Peoples Republic of China)
Delphi Sistemas de Energia, S.A. de C.V. (Mexico)
Delphi Slovensko s.r.o. (Slovak Republic)
Delphi Tychy Sp. z.o.o. (Poland)
Delphi-Calsonic Hungary Manufacturing Limited Liability Company (Hungary)
Delphi-TVS Diesel Systems Ltd. (India)
DEOC Pension Trustees Limited (England and Wales)
Diavia Aire, S.A. (Spain)
Electrotecnica Famar S.A.C.I.I.E. (Argentina)
Famar do Brasil Comercio e Representacao Ltda. (Brazil)
Famar Fuegoína, S.A. (Argentina)
FUBA Automotive GmbH & Co. KG (Federal Republic of Germany)
Gabriel de Mexico, S.A. de C.V. (Mexico)
Grundig Car InterMedia System GmbH (Federal Republic of Germany)
Grundig Sistemas de Electronica Ltda., Portugal (Portugal)
Holdcar S.A. (Argentina)
Inmobiliaria Marlis, S.A. (Mexico)
Inmuebles Wagon, S.A. (Mexico)
Interessengemeinschaft fur Rundfunkschutzrechte GmbH Schutzrechtsverwertung & Co. KG (Federal Republic of Germany)
Katcon, S.A. de C.V. (Mexico)
KDAC (Thailand) Company Limited (Thailand)
KDS Company, Ltd. (Korea)
Korea Delphi Automotive Systems Corporation (Korea)
Korea Technology Bank Network (Korea)
Liverpool Branch of Delco Electronics Overseas Corporation
Mecel AB (Sweden)
Moscow Branch of Delphi Automotive Systems Overseas Corporation
Noteco Comércio e Participacoes Ltda. (Brazil)
NSK Ltd. (Japan)
On Se Telecom Co. Ltd. (Korea)
P.T. Delphi Automotive Systems Indonesia (Indonesia)
Packard Korea Incorporated (Korea)
Productos Delco de Chihuahua, S.A. de C.V. (Mexico)
Promotora de Partes Electricas Automotrices S.A. de C.V. (Mexico)
PROSTEP AG (Federal Republic of Germany)
Provedora de Electricidad de Occidente, S.A. de C.V. (Mexico)

Quingdao Daesung Electronic (Peoples Republic of China)
Rio Bravo Eléctricos, S.A. de C.V. (Mexico)
Shanghai Delco Electronics & Instrumentation Co., Ltd. (Peoples Republic of China)
Shanghai Delphi Automotive Air-conditioning Systems Co., Ltd. (Peoples Republic of China)
Shanghai Delphi Emission Control Systems Company, Ltd. (Peoples Republic of China)
Shanghai-Delphi Automotive Door Systems Co., Ltd. (Peoples Republic of China)
Shengyang Huali Automotive Air-conditioning Co. Ltd. (Peoples Republic of China)
Sistemas Electricos y Conmutadores, S.A. de C.V. (Mexico)
Speciality Electronics (Singapore) Pte Ltd. (Singapore)
Taiwan Representative Office of Delphi Automotive Systems International, Inc. (Peoples Republic of China)
TECCOM GmbH (Federal Republic of Germany)
TecDoc Information Systems GmbH (Federal Republic of Germany)
Termoelectrica del Golfo, S. de R.L. de C.V. (Mexico)
Thailwil, Switzerland Branch of Delphi International Services, Inc.
Unterstützungsgesellschaft der Kabelwerke Reinshagen GmbH (Federal Republic of Germany)
Wuhan Shenlong Automotive Air-conditioning Co. Ltd. (Peoples Republic of China)
Yeon Kyung Electronics Co., Ltd. (Korea)

III. Joint Owners of Subsidiaries

Akebono Corporation - North America
Ashimori America, Inc.
Calsonic International Inc.
Calsonic Corporation
Dunlap, Robert Terren
Enerl, Inc.
Furukawa Electric North America APD, Inc.
Kalkowitz, Dan
Mayfield Fund
O'Gara, Thomas M.
Palm, Inc.
PBR Tennessee, Inc.
Raytheon Company
Royce & Associates
RS Investments Management
Van Zeeland, Anthony J.

IV. Directors, Officers, and Key Executives

Atul Pasricha
Bernd Gottschalk
Bette M. Walker

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IV. Directors, Officers, and Key Executives (con'd)

Bradley J. Maggart
Brian Eichenlaub
Choon T. Chon
Craig G. Naylor
Cynthia A. Niekamp
David A. Burgner
David B. Wohleen
David C. Barbeau
David N. Farr
Diane L. Kaye
Doug Gruber
Doug Parnell
Earl Diem
Edson Brasil
F. Timothy Richards
Francisco A. (Frank) Ordoñez
Gary Abusamra
Gregory D. Kochendorfer
Guy C. Hachey
James A. Bertrand
James A. Spencer
James P. Whitson
Jeffrey J. Owens
John D. Opie
John D. Sheehan
John Guevara
John P. Arle
Jonathan B. DeGaynor
Jose Avila
Karen L. Healy
Kevin M. Butler
Logan G. Robinson
Lucia V. Moretti
Mark C. Lorenz
Mark R. Weber
Mark Shasteen
Mark Theriot
Michael Simon
Oscar de Paula Bernardes Neto
R. David Nelson
Robert H. Brust
Robert J. Remenar
Robert Morgan
Robert S. (Steve) Miller Jr.
Rodney O'Neal
Roger S. Penske
Ronald M. Pirtle
Shoichiro Irimajiri
Virgis W. Colbert
Volker J. Barth
William Wrubel

A.E. Billis
A.N. Gardner
Alan S. Dawes
Allen D. Flowers
Brian P. O'Neill
Burton J. Valanty
Charu Manocha
Dae Un Lee
David J. Jones
Denise Olbrecht
Derek Kolano
Derrick M. Williams
Donald L. Runkle
Elizabeth M. Schwarting
F.H. Cooke
Faris Alsagoff
Frank A. Ordonez
Frank Gango
Gabor Janos Deak
Gail K. Miller
Haim Feigenbaum
Ian Scott
J.E. Jackson
J.L. Williamson
J.T. Battenberg III
James W. Borzi
Jeffery M. Krause
Jeffery Parsons
Jerry Sonnonstine
Jimmy C. Chen
Jimmy L. Funke, Esq.
Jinya Chen Esq.
John A. Passante
John G. Blahnik
John M. Fuerst
John Short
Jose Maria Alapont
Joseph P. Gumina
Karen McClain
Kevin R. Heigel
Laura Marion
Lothar Veaser
Majorie Harris Loeb
Marc C. McGuire, Esq.
Maria Conor-Freeman
Martin Conlon
Mary A. Gray
Max Rogers
Michael A. Shader
Michael Beckett
Michael T. Reagan
Mike Balsei

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IV. Directors, Officers, and Key Executives (con'd)

Mike Rayne
Milan E. Belans II
Myung Hwan Yoon
Nick Hotchkin
Pamela M. Geller
Patricia C. Sueltz
Paul S. Milburn
Peter H. Janak
Phillippe Desnos
R. Scott Bailey
R.A. Young
R.E. Hathaway
Rainer Hermeling
Richard A. Franzi
Richard Brown
Richard E. Erwin
Richard J. Zablocki
Richard Jok
Robert H. Sparks
Robert Katz, Esq.
Roberto Edwin Berry
Ronald E. Jobe
Russel W.H. Bailey
Sandeep Manocha
Sarah J. Salrin
Sean P. Corcoran
Shuji Hayashida
Stephen L. Davey
Steve D. Clemons
Susan A. McLaughlin
Theodore H. Lewis
Thomas D. Goodman
Thomas N. Twomey
Timothy J. Knutson
William D. Cornwell
William Steven Bowers
Wolfgang Humbeck
Andrew Brown, Jr.
Arthur Russell Jackson
Carrie Anderson
Christopher P. Arkwright
David Knill
David Maschoff
F. Thomas Springer
F. Thomas Sprunger
Fred J. Bellar III
Gregory R. Richards
Henry A. Sullivan
James H. Hindels
Jeffery M. Overly
Jeffery R. Chadwick

John A. Jaffurs
John Robert Roland, Jr.
Linos Jacovides
Mark S. Kamischke
Michael L. Schuppe
Milton R. Scheffler
Pam Pitsenbarger
Patrick Griffin
Robert C. Walker
Samuel H. Hall Jr.
Timothy G. Forbes
David Sherbin
Robert Dellinger

V. Major Customers

Aftermarket Technology Corp.
American Axle and Manufacturing Holdings Inc.
Arvinmeritor Inc.
AZ Automotive Corp.
Benteler Industries, Inc.
BMW
Caterpillar Inc.
Collins & Aikman Corp.
Cummins Inc.
Daewoo Motor
Daijatsu
DaimlerChrysler Corp., US
DBM Tech.
Delphi Allied Sales
Denso
Fiat Group
Ford Motor Co.
Fuji Heavy Industries
General Motors Corp.
GM Powertrain
GMIO
GMNA
GMNAO
GMSPO
Harley Davidson
Honda
Hyundai Motor America
Isuzu Group
Kautex Textron
Lear Corporation Automotive Systems
Intier Automotive Inc.
Magna International Inc.
Mitsubishi Motors of America Credit Co.
Modatek
Navistar International Corporation
Nissan
Paccar

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V. Major Customers (con'd)

Power & Signal Group
Promotora
PSA Group
Renault
Rover
Suzuki Group
Takata
Tenneco
Toyota Motor Credit Corporation
TRW
Volvo Truck
VW Group
Yorozu
American Alliance of Service Providers (AASP)
Agfa Corporation
Agfa-Gevaert N.V.
Agilent Tech. (M) SDN BHD
Aksys, Ltd.
American Discount Supply, Inc.
Applied Biosystems
Automotive Training Schools
Brite Smile
Cambrex Bio Science
Cami Automotive Inc.
Cardinal Health
Caterpillar Engine Systems
Coinstar
Elgin Industries
Everest Biomedical Instruments
ForHealth Technologies, Inc.
Haemoscope Corporation
Helicor, Inc.
Hewlett-Packard Co.
HP Financial Services
Independent Auto Parts (IAPA)
Inogen
INO Therapeutics
InterAmerican Trade Corp.
International Truck & Engine
John Deere
Johnson Controls Inc. (JCI)
Key Safety Systems, Inc.
KLA Tencor Corp.
KS Centoco
L-3 Communications
LeftHand Networks
Matco Tools
Medical Simulation Corporation
Medrad Inc.
Medtronic Navigation
Melling Tool Company

Michael Baker, Inc.
National Auto Radiator
Niton Corporation
NuVasive, Inc.
Ophthonix, Inc.
Particle Measuring Systems, Inc.
Point 5 Technologies
Precision Turbo & Engine Rob.
Rescue Technology
Reviva Labs
S.E. Power Systems Orlando
StorageTek
Sun Refining & Marketing
Sunrise Medical HHG, Inc./Sunrise Medical Ltd.
Tamsco, Inc.
Tecnologia Modificada SA de Caterpillar
Tire Industry Foundation
USA Technologies, Inc.
Verilink Corporation
Volvo Do Brazil Veiculos Ltda.
Volvo Parts North America, Inc.
Wheeler Brothers, Inc.

VI. Insurance Providers

ACE American Insurance Company
AIG/American International Group, Inc.
Allied World Assurance Company, AWAC
American International Companies
AON (Bermuda) Limited
AON Risk Services of Illinois
AON Risk Services, Inc.
Blue Cross Blue Shield of Michigan
CIGNA Behavioral Health
CIGNA Corp.
Cole Managed Vision
David Vision
Delta Dental Plans Association
Green Shields Canada
Health Solutions
Health Plus
Hewitt Associates
JLT Services
Lexington Insurance Companies
M-Plan
Medco Health Solutions Inc.
The Medstat Group Inc.
MetLife
National Foot Care
NCQA (National Committee for Quality Assurance)
New York Workers Compensation Board
Scantron
SHPPS/Health International

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VI. Insurance Providers (con'd)

Starr Excess Liability Insurance Intl. Limited
St. Paul Fire & Marine Insurance Compan
St. Paul (Bermuda), Ltd.
TGI Direct
Towers Perrin
United Health Group
University of Michigan
Value Behavioral Health (Value Options)
Zurich American Insurance Company
ACE USA
AIG World Source
Allianz of America Corporation
American International Specialty Lines Insurance
Company
Bermuda Markets
CAN
GEP
Gulf Underwriters Insurance Company
Hanover Inc.
HDI
IRI
Liberty Mutual Insurance Company
Lloyds of London
Marsh USA, Inc. (Broker)
Tokio Marine
XL Global Reinsurance Company, Ltd.
AIG Excess Casualty North America (Lexington)
AIU, Inc.
American Home Assurance Co. (AIMA)
AON UK
Arch Insurance Group Inc.
AXIS
Canawill, Inc.
Chubb Custom Insurance
Continental Casualty Co. (C.N.A)
Federal Ins. Co. (Chubb)
Great American Insurance Co.
Hanseatic Insurance Company (Bermuda) Ltd.
Ins. Co. of the State of Pennsylvania (AIG)
Marsh/Pentastar
National Union Fire Ins. Co. (AIG)
Pacific Employers Insurance Co. (ACE USA)
Steadfast Insurance Company (Zurich)
Swiss Re Insurance Company Ltd.
Twin City Fire Insurance (Hartford)
United State Aviation Insurance Group (USAIG)
US Specialty/HCC
ACE Insurance Co.
AIG WorldSource
Nation Union (AIG)
Amerada Hess Corporation

ANR Pipeline Company
Columbia Gas Transmission Corp.
Columbia Gas of Ohio
Coral Energy Resources, L.P.
East Ohio Gas Co.
Indiana Gas Company
Panhandle Eastern Pipeline Company
Seminole Energy Services
Sequent Energy Services
The Hartford
UGI Energy Servies
Union Gas System, Inc.
Vectren Energy

VII. Major Vendors

3M Company
A Agrati SPA
Ab Skf
Abc Group Inc.
Acome Societe Cooperative De Produc
Advanced Micro Devices
Affinia Group Holdings Inc.
Aluminum Company of America, Inc. (ALCOA)
Alpine Group Inc.
Alps Electric Co. Ltd.
American President Lines Ltd.
Amtek Engineering Ltd.
Analog Devices Inc.
Android Industries LLC
Aplicaciones De Metales Sinterizado
Assembleon America Inc.
Autocam Corp.
Autoliv Asp Inc.
Beiersdorf AG
Binter SA
Boco Pty Ltd.
Bosch, Robert Stiftung Gmbg
Bosch Automotive Systems Corp.
Calsonic Kansei Corp.
Calsonic Corp.
Carlisle Companies Inc.
Carrington Ltd.
Centra Inc.
Cie Automotive Sa
Clarion Corp. of America
Contech
Continental Gummi-werke AG
Daewoo Heavy Industry America
Dayco Products LLC
DBG Tool & Machine
Deloitte & Touche
Denso International America

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VII. Major Vendors (con'd)

Dhl Danzas Air & Ocean
Direct Sourcing Solutions
DMC 2 Canada Corporation
Dura Automotive Systems Inc.
Eco-Bat America LLC
EDS (Electronic Data Systems Corporation)
Engelhard Corporation
Essex Group Inc.
Feintool International Holding
Fountain Construction
Freescale Semiconductor Inc.
Furukawa Electric Co. Ltd., the
General Electric Capital Corporation
General Electric Co. Inc.
Georg Fischer AG
Great Lakes Tape Corp.
Green, Ernie Industries Inc.
Groupe Rencast
Hitachi Automotive
Hitachi Ltd.
Hitachi Chemical Asia Pacific
HSS LLC
Illinois Tool Works Inc.
Impala Platinum Holdings Ltd.
INA Bearing Group
Infineon Technologies AG
Intermet Corporate
ISI of Indiana Inc.
Johann Albert Freund
Kataman Metals Inc.
Kyocera
Leaseway Transfer Pool
Leopold Kostal Gmbh & Co. Kg
Lexington Connector Seals
Linamar Corp.
Littlefuse Inc.
LS Cable Ltd.
Madison-kipp Corp.
Mahle GMBH
Markin Tubing
Metaldyne Corporation
Methode Electronics Inc.
Metropolitan Life Ins. Co.
Microsoft Services
Minebea Co. Ltd.
Molex Inc.
Motorola Inc.
Motorola Automotive
Multitronics Inc.
National Semiconductor
NEC Electronics Inc.

Nec Corp.
Niles Co. Ltd.
North American Operations
NSK Ltd.
Ogura Clutch Co. Ltd.
Olin Corp.
Paid Prescriptions LLC
Pam Dedicated Inc.
Panasonic Automotive
PBR Automotive USA LLC
PBR Columbia LLC
PEK Co. Ltd.
Philips Semiconductors
PriceWaterhouseCoopers LLP
Progressive Moulded Products Ltd.
Qek Global Solutions
RSR Corporation
Ryder Integrated Logistics
Sansho Giken Co. Ltd.
Sas Comte
Securitas Security
Sequa Corp.
Setech Inc.
SGS Thomson
Siemens Automotive Ltd.
Siemens AG
Societe Industrielle De Sonceboz SA
Spx Corp.
Steel Technologies
Stoba Praezisionstechnik Gmbh & Co.
Synchron-Eifler Ipari Es Kereskedelm
Tata America Intl. Corp.
Tech Central
Texas Pacific Group Ltd.
Textron Inc.
Thyssenkrupp AG
Tokico Ltd.
Torrington Co.
Toyo Clutch Co. Inc.
TRW Automotive
TT Electronics PLC
Tyco International Ltd.
Tyco Electronics Corp.
Umicore Sa
Unigraphics Solutions Inc.
US Steel Corporation
UVA Machine Company
Vireo Sa
Vallourec
Vanguard Distributors Inc.
Viasystems Canada Inc.
Visteon Automotive Systems

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VII. Major Vendors (con'd)

Wanxiang Group Corp.
Waupaca Foundry Inc.
Yazaki Corp.
ADC - Anderson Diecast
Bayer AG
Blackhawk Automotive Plastics Inc.
Circle Plastics Products Inc.
Equistar Chemicals LP
Federal Mogul Corp.
Georgia Gulf Corp.
GKN PLC
Hayes Lemmerz International Inc.
Henkel KGAA
I&W Industries LLC
Intec Group Inc., The
International Wire Group, Inc. (Omega)
Key Plastics LLC
M&Q Plastic Products Inc.
Martinrea International Inc.
Meadville Forging Co.
Michigan ARC Products
Microchip Technology Inc.
Mittal Steel Company N.U.
MTI Technology Corp.
National Rivet & MFG Co.
Norandal
Norilsk Nickel
Northern Engraving Corp.
Olympic Coaters
Palmer Holland Inc.
Perfection Spring
PFG
Photo Circuits
Pioneer INDL Components
Plymouth Rubber Company
PMP
Premier Trim LLC
PTC Alliance Corp.
Republic Engineered Prod.
Rotor Clip
Seiko Epson Corp.
Sharp Electronics Corp.
Shell Oil
SKF USA, Inc.
Spartech Corp.
ST Microelectronics NV
Swatch Group
SwiTec
Tower Automotive Inc.
Trico Products Corporation
US Aeroteam

Parts Finishing Group Inc. (Vassar)
Willow Hill Industries
ARC Automotive Inc.
Texas Instruments Inc.
CE Communications, Inc.
Hyatt Legal Plans, Inc.
SIRVA Relocation LLC
EI Dupont de Nemours & Co. Inc.
Freudenberg & Co. KG
Timken Co., Inc.
Best Buy Co. Inc.
Circuit City Stores Inc.
Daihatsu
Napa Dist Center
Saturn Corp.
Standard Motor Products Inc.
Wal-Mart Stores CE
XM Email LLC
Federal Environmental Protection Agency
Fraccionadora Industrial del Norte, S.A. de C.V.
GMACCM Asset Management de Mexico
Hub Group
Michigan Department of Environmental Quality
New Jersey Environmental Protection Agency
Ohio Environmental Protection Agency
Orange County Health Care Agency
ProLogis-Juarez Investment, LLC
Reliance Insurance Company
RLI Surety
Safeco Insurance Co.
State of Alabama Dept of Industrial Relations
State of Georgia, Workers' Compensation Board
State of Kansas, Workers' Compensation Board
State of New York, Workers' Compensation Board
Toronto Dominion Bank
ABC Plastic
Advanced Polymer Systems, Inc.
Allegney Technologies
ATF
Basell USA Inc.
Beaver Mfg.
Carpenter Technology Corp.
Cooper Standard Automotive Inc.
Curtis Screw
Dana Corporation
Decatur Plastics
DGB
Dicky Grabler
Dr. Schneider Automotive
Eagle Picher Holdings Inc.
Elkhart Prod.
Epcos AG

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VII. Major Vendors (con'd)

Exxon Mobile Corp.
Fischer America
Affinia Canada Corp.
AK Steel Corporation
AW Transmission Engineering
Bosch Braking Systems Corp.
Carlisle Engineered Prods.
Carter Group Inc.
D & R Technology LLC
Doshi Prettl International
Flextronics Intl. Asia Pacific
Fujitsu Ten Corporation
Futaba Corp. of America
Howard County, Indiana Treasurer
Ispat Inland
Johnson Electric North
Montgomery County, Ohio Treasurer
Murata Electronics North
Niles USA
Pechiney Rolled Products
Robert Bosch Corporation Automotive Group
Semiconductor Components
SGS Thompson
Solelectron de Mexico SA de CV
State of Wisconsin
TDK Corporation of America
TI Group Automotive System
Westwood Associates Inc.
Yazaki North America Inc.
Alps Automotive
Cataler North America Corp.
Corus LP
SPX Contech
Aisin Seiki Co Ltd
Buena Vista Township, Michigan
Capri Capital Advisors LLC
Delta
Limar Realty Corp
Madison County, Indiana
Merck Medco
State of Michigan
State of Ohio
Traxle Mfg Ltd
University HealthSystem Consortium (UHC)
Adam Opel AG
Agco-Jackson Operation
Cannon Group Ltd.
DK Packaging
Espackdis SA
HMH Group
Koltec BV

New Wave Enterprises (Belgium) NV
Perkins Engines Company Ltd.
Saab Automobile AB
Vauxhall Motors Ltd.
AFX Wheels
Amphenol Corp
Asahi Glass Co
B&A Enterprises
Bitron Industrie SpA
British Vita PLC
BTV Holding GmbH
Bus Elektronik GmbH
Dr. Johannes Heidenhain-Stiftung Gmb
Engineered Plastic Components Inc
Hanwha Corp Poun Plt
International Rectifier Corp
Marian, Inc
Mecaplast
Mitsubishi Electric
Ningbo Huaxiang Electronic Co Ltd
Noranda Aluminum, Inc
Ontario Holding International Bv
Pressac
Quexco Inc
Rohm Co Ltd
Samtech
Schulte & Co GmbH
Selectron Corp
Spirent PLC
Stelco GmbH Electronic Components
Sumitomo Electric Industries Ltd
Taiho Corporation of Europe Kft
Technitrol Inc
TPG Advisors
Vishay Intertechnology
Wieland Werke AG
Wilh Werhahn

VIII. Professionals

Cleary, Gottlieb, Steen & Hamilton
Corporate Branding LLC
CMS Worldwide
Fidelity Employer Services Company LLC
Fidelity Institutional Retirement Services Company
Morris, Nichols, Arsht & Tunnell
Sedgwick Claims Management Services, Inc.
Shearman & Sterling LLP
4GEN
Air Academy Associates
AIT GROUP
American Supplier Institute, LLC (ASI)
Ariane Ingenierie

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VIII. Professionals (con'd)

ASI, Shainin (ICIM)
Asset Mfg. Resources
BBK
Bevco Solution Strategies
Braun Kendrick Finkbeiner
BSI Americas
Bugbee & Conkle
Crew Buchanan & Lowe
Drew, Eckl & Farnham, LLP
Due, Doyle Fanning, Ewing & Metger, LLP
Ernst & Young
Evans, Pletkoic & Rhodes, P.C.
Eyster, Key, Tubb, Weaver & Roth
Fernandez Racing
FTI Consulting, Inc.
Hamberger & Weiss
Hendrick Motorsports
Holloway, Dobson, Bachman
Hudson, Potts & Bernstein
I33 Communications LLC
KPMG LLC
Lathrop & Gage
Lean Business Solutions
Lenox, Socey, Wilgus, Formidoni, Brown, Giordano & Casey
Letson, Griffith, Woodall, Lavelle & Rosenberg
Levasseur & Levasseur
Linklaters
Locker & Lee
McCann-Erickson
MIT
O.P. Tyagi
Paul E. Riegel, Esq.
Phiher & White, P.C.
Robbins GIOIA
S.P. Nagrath & Co.
Saarakshi Enterprises
Saloman Smith Barney
Sapient
Scheuer Mackin Breslin LLC
Seva Technologies
Shainin LLC
Six Sigma Academy
Solution Strategies, Inc.
Southwest Research
TBM
Tech Caliber
Training Services and Solutions
TSSC
TWI Network
Vprys, Sater, Seymour & Pease

Watson Wyatt & Company
Wise, Carter, Child & Caraway
World Class Engineering
Zeanah, Hust & Summerford
Groom Law Group
O'Melveny & Meyers, LLP
Rothschild Inc.
Rohatyn Associates LLC
Sitrick & Company
Ahern & Soper Co. Inc.
Air Academy Press & Associates
ASI Consulting Group LLC
Asset Management Resources
Bede & Associates
Booz-Allen Hamilton
Clark Patterson Associates
Conway McKinsey and Dunlevy
Corporate Executive Board
CTG Auditors
CTJ Safety Associates
DASCO
David Cunningham
Det Norske Veritas
Detroit Translation Bureau
DeWitt Ross & Stevens
Electricore Inc.
Hao Do
Institute of Configuration
Link Testing Laboratories
Meritus Consulting Services
Miller Consulting Services
Molitor International
Ohio State University
Origin Intl. Inc.
Rutledge Tonya R.
SGS Control Co. MBH
Tatum Partners
Tec Ease Inc.
TPI
Xpedex
AJM International
Bedi Strategies, Inc.
Brenda Veit
Calwest
Cardoza
Carquest
Chris Kouri & Assoc.
Coble Taylor & Jones
Coe & Associates
Common Point Graphics
Dickson Allen
Foley & Lardner LLP

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VIII. Professionals (con'd)

Frost Brown Todd LLC
Hirsig-Frazier Co.
Hunton & Williams LLP
JLE Process Services, Inc.
Kitchin & Sons, Inc.
Law Offices of Albert M. Gutierrez, P.C.
Lee Hecht Harrison
N.A. Williams Co.
Northeastern Marketing
On-Mark Sales
Orion Adv. Mktg.
Parsons
Paul Hastings Janofsky & Walker LLP
Productivity Systems
QS Servicios Tecnicos
Richards Spears Kibbe & Orbe LLP
Russell Reynolds
SAP Consulting
Savety Innovations Ltd.
Shaw E & I
Siskel Sales Company
Spirax Sarco
SRS Marketiong Co.
Suh & Assoc.
Suri & Company
Watkins Ludlam Winter & Stennis, P.A.
Skadden, Arps, Slate, Meagher & Flom LLP
Latham & Watkins LLP
Togut, Segal & Segal LLP
Simpson Thacher & Bartlett LLP
Davis Polk & Wardell

IX. Indenture Trustees

Bank One Trust Company N.A.
J.P. Morgan Trust Company, N.A.
Chase Lincoln First Bank N.A.
First National Bank of Chicago

X. Underwriters of Securities

A.G. Edwards & Sons, Inc.
ABN AMRO Incorporated
Advest, Inc.
Banc of America Securities LLC
Barclays Capital Inc.
BB&T Capital Markets, Inc.
BNP Paribas Securities Corp
C.L. King & Associated, Inc.
Citigroup Global Markets Inc.
Comerica Securities Inc.
Credit Suisse First Boston LLC
D.A. Davidson & Co.

Deutsche Bank Securities Inc.
Ferris, Baker Watts, Incorporated
HSBC Securities Inc.
J.P. Morgan Securities Inc.
Janney Montgomery Scott LLC
McDonald Investments Inc.
Merrill Lynch, Pierce, Fenner & Smith Incorporated
Mesirow Financial, Inc.
Morgan Stanley & Co. Incorporated
Oppenheimer & Co. Inc.
Quick & Reilly, Inc.
RBC Dain Rauscher Inc.
Ryan Beck & Co.
Samuel A. Ramirez & Company Inc.
Scotia Capital Inc.
SG Cowen Securities Corporation
Southwest Securities, Inc.
Stifel, Nicolaus & Company, Incorporated
The Royal Bank of Scotland PLC
U.S. Bancorp Piper Jaffray Inc.
UBS Securities LLC
Utendahl Capital Partners, L.P.
Wachovia Capital Markets, LLC
Wells Fargo Van Kasper LLC
Williams Capital Group, L.P.

XI. Parties to Collective Bargaining Agreements

International Union, United Automobile, Aerospace and
Agricultural Implement Workers of America (UAW)
IUE-CWA, the Industrial Division of the Communications
Workers of America, AFL-CIO
Electronic and Space Technicians Local 1553
International Brotherhood of Electrical Workers, AFL-
CIO Local 663
International Union of Operating Engineers Local 101-S
International Union of Operating Engineers Local 18-S
IUE, AFL-CIO Local 698
IUE, AFL-CIO Local 711
IUE, AFL-CIO Local 718
IUE, AFL-CIO Local 755
IUE-CWA, The Industrial Division of the
Communications Workers of America, AFL-CIO, CLC
IUE-CWA Local 1111
IUE-CWA Local 416
IUE-CWA Local 709
IUE-CWA, AFL-CIO Local 801
IUE-CWA, AFL-CIO,CLC Local 717
UAW Amalgamated Local 292
UAW Amalgamated Local 686
AW Local 1021
AW Local 1097
AW Local 167

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**XI. Parties to Collective Bargaining Agreements
(con'd)**

UAW Local 1866
UAW Local 2031
UAW Local 2083
UAW Local 2151
UAW Local 2157
UAW Local 2188
UAW Local 2190
UAW Local 2195
UAW Local 286
UAW Local 438
UAW Local 467
UAW Local 651
UAW Local 662
UAW Local 686, Unit 19
UAW Local 696
UAW Local 699
UAW Local 913
UAW Local 969
United Steelworkers of America
International Association of Machinists (IAM) Local 78
International Union of Operating Engineers (IUOE) Local
832S

XII. Counterparties to Major Leases

United Steel Workers of America (USW) Local 87
1401 Troy Associates Limited Partnership
ATEL Capital Group
First Industrial L.P.
Ford Motor Land Development Corporation
John E. Benz & Co.
Kensington Capital Corp.
Kilroy Realty, L.P.
LaSalle National Bank
Laurence Tippman, Sr., Family Limited Partnership
Osprey, S.A., Ltd.
River Road Investments, Inc.
TR Butterfield Trail Corp.
Universal Tool and Engineering Company, Inc.
Wells Operating Partnership, L.P.
ORIX Warren, LLC / Orix GF Warren Venture

XIII. Counterparties to Major Contracts

Techcentral LLC
American Electric Power (AEP OK)
Air Force Office of Scientific Research (AFOSR)
Alabama Gas Corporation
Alabama Power Co.
Alltel
Ameritech Information Systems, Inc.
Anderson City Utilities, IN

Anxebusiness Corp.
Applera Corporation
ARL
AT&T Corporation
AT&T Solutions, Inc.
AT&T Wireless
Avaya World Services, Inc.
Cardinal Health 200, Inc.
Cellco Partnership d/b/a Verizon Wireless
Chemical Reclamation Svcs Inc. USA
Cinergy PSI IN
City of Adrian, MI
Clinton (City of) MS
Columbus (City of) Ohio
Constellation NewEnergy, Inc.
Consumers Energy
Consumers Power Company
Coopersville (City of) MI
D.O.T. Volpe Center
Dayton Power & Light Co.
Dayton Water Dept (City of) Ohio
Department of Commerce/National Institute of Standards
and Technology (DOC/NIST)
Department of Defense/Tank-Automotive and Armaments
Command (DOD/TACOM)
Department of Energy/National Energy Technology
Laboratory (DOE/NETL)
Department of Transportation/National Highway Traffic
Safety Administration (DOT/NHTSA)
DPL Energy Resources, Inc.
DTE Energy MI
El Paso Electric Co. TX
Electricore Aerovironment
Emtech
Entergy (MS Power & Light) USA
EQ-Heritage USA
Erie Cnty. Dept. Environ Serv. OH
Fitzgerald Wtr. Lgt. Bond Com GA
Flint (City of) MI
Georgia Power Company
Henry County REMC IN
Heritage Interactive Services USA
HESCO Houston Energy Svcs Co.
Honeywell International
Indiana University: Purdue University Indianapolis
(IUPUI)
Indiana Michigan Power Comp IN
Indiana-American Water Company
Indianapolis Power & Light Co.
Industrial Energy Users – Ohio; Intercall
Johns Hopkins University
Kokomo Gas & Fuel Company IN

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XIII. Counterparties to Major Contracts (con'd)

Kokomo Wastewater (City of) IN
KPL (Western Resources) KS
Limestone County Commission AL
Limestone County Wtr & Swr AL
Lockport (City of) NY
Lockport Energy Associates NY
Magic Valley Electric Coop USA
Mississippi Power Company
Monroe Cnty Water Authority NY
Montgomery City San Eng Dept OH
MRI Connectivity Solutions
NASA
New Brunswick (City of) NJ
New York Power Authority
New York State Electric & Gas NY
Nextel Communications
Niagra Mohawk NY
North Alabama Gas District AL
Oak Creek (City of) WI
Ohio Edison Company
Oil Chem Inc. USA
Olathe (City of) KS
OneOK Energy Energy Marketing OK
Pepco Energy Services, Inc.
Portage Cnty Wir Resources OH
PSE&G NJ
Purdue University
Rineco Chemical Industries USA
Rochester (City of) NY USA
Rochester Gas & Electric NY
SBC Ameritech
SBC Global Services, Inc.
SkyTel
Southern California Edison
Sprint United
State of Indiana
TechSolve
Tennessee Valley Authority
Time Warner
Troy (City of) MI
Tulsa Utils Svc (City of) OK
TXU Energy Retail Company LP
USAF/AFRL
Vandalia (City of) OH
Verizon
Warren (City of) Util Srvs OH
Warren City of Pollution Control
Wisconsin Electric Power Co. WI
Wyoming (City of) MI
Zoe Medical, Inc.
Alexander Long, III

Anxebusiness Corp.
Bell South
Bluetooth
Caretools, Inc.
Clifford Electronics, Inc.
Compuware
Cullmann Gmbh
Debiotech S.A.
Direct Sourcing Solutions (DSSI)
Dolby Digital
DSSCSC China
Embedded Technology
Ericsson AB
Firma Carl Freudenberg KG
HTC Corp.
IBM Corporation
Ideal Technology Solutions U.S. Inc
Inovise Medical, Inc.
Integrated Therapeutics Group, Inc.
Intel Corporation
JSP International Ltd.
LiveDevices Inc
Logikos
Lucent Technologies Inc.
Magnavox Government and Industrial Electronics
Company
Matsushita Electric Corporation of America
Miller Engineered Services, Incorporated
MMT SA
Moving Magnet Technologies SA
MPEG LA, LLC
NCMS
Nokia Corporation
North American Philips Corporation
Premacare
Sanden Corporation
Satyam
Scroll Laboratories, Inc.
Standard Research Institute International (SRI Intl)
TCS
The Whitaker Corporation
Thomas Giannulli Inc.
Toshiba Corporation
UBE Industries, Ltd.
UnitedGlobal Com Inc (UGC)
UGC "Europe"
Valence Technology Cayman Islands Inc.

XIV. Major Lenders

Banc One Capital Markets, Inc.
Falcon Asset Securitization Corporation
Jupiter Securitization Corporation

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XIV. Major Lenders (con'd)

ABN AMRO Bank N.V.
Amsterdam Funding Corporation
The Bank of Tokyo-Mitsubishi, Ltd.
Gotham Funding Corporation
JPMorgan Bank, N.A.
Wachovia Bank, National Association
Blue Ridge Asset Funding Corporation
City of Saginaw, Michigan
Michigan Strategic Fund
Whitney National Bank
Citicorp Securities, Inc.
First Chicago Capital Markets, Inc.
Dai-Ichi Kangyo Trust Company of New York
Cede & Co.
Ohio Water Development Authority
Cleveland Trust Company
Deposit Guaranty National Bank
Regions Bank
Lord Corporation
A3 Funding LP
Ableco Finance LLC
Agricultural Bank of China
Amaranth Partners LLC
Apollo Distressed Investment Fund
Appaloosa Invest Ltd. Partnership I
Australia and New Zealand Bank Group
Banco Bilbao Vizcaya Argentaria, S
Banca Nazionale Del Lavoro SpA, New
Banco Santander Central Hispano S.A.
Bank of America, N.A.
Bank of China Luxembourg SA
Bank of New York
Bank of Nova Scotia
Bank of Toyko Mitsubishi Company
Barclays Bank PLC
BNP Paribas
BrenCourt Distress Securities Maste
Calyon New York Branch [f/k/a] Credit Lyonnais
CapitalSource Finance LLC
Cargill Financial Services Intl. Inc.
Citibank N.A.
Citigroup Financial Products Inc.
Comerica Bank Michigan
Commerzbank Aktiengesellschaft New
Credit Industriel et Commercial
Deutshce Bank AG
Deutsche Bank Trust Company America
Dymas Funding Company LLC
Event Partners Debt Acquisition, LLC
Fifth Third Bank, Eastern Michigan
Goldman Sachs Credit Partners L.P.

Gulf Stream - Compass CLO 2004-1, Ltd.
Gulf Stream - Compass CLO 2005-1, Ltd.
HBK Master Fund L.P.
HSBC Bank USA, National Association
KeyBank National Association
Lehman Commercial Paper, Inc.
Mizuho Corporate Bank Ltd. fka DKB
Morgan Stanley Senior Fundings, Inc.
Protective Life Insurance Company
Sequils Ing I, Ltd.
Severn River Master Fund Ltd.
Societe Generale SA New York
Special Situations Investing Group
Sumitomo Mitsui Banking Corporation
Trilogy Portfolio Company, LLC
TRS Callisto LLC
TRS Leda LLC
TRS Thebe LLC
UBS AG, Stamford Branch
UBS Loan Finance LLC
UFJ Bank Limited
Windmill Master Fund LP
Grand Central Asset Trust, SIL Series
Sea Pines Funding LLC
Tenor Opportunity Master Fund, Ltd.
Citicorp Vendor Finance, Inc.
Compaq Financial Services Corporation
Crown Credit Company
Sentry Financial Corporation
The Peltz Group, Inc.
Whitney Private Debt Fund LP
Bear Stearns Investment Products
Secondary Loan and Distressed Credit
ACA CLO 2005-1, Ltd.
Access Institutional Loan Fund
ADAR Investment Fund Ltd.
Addison CDO, Limited
AG Alpha Credit Master, Ltd.
Ahab Partners, L.P.
Airlie Opportunity Master Fund, Ltd
American Express Certificate Company
AMMC CLO
Archimedes Funding IV, Ltd.
ARX Global High Yield Securities
Aslan Capital Master Fund, LP
Atlas Capital Funding, Ltd.
Atrium
Avenue CLO
Avery Point CLO, Ltd.
Balboa CDO I, Limited
BDC Finance LLC
Black Diamond Offshore Limited

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XIV. Major Lenders (con'd)

Blue Square Funding Ltd. Series 3
Boldwater CBNA Loan Funding LLC
Boldwater Credit Opportunities
Boston Harbor CLO 2004-1, Ltd
Boston Income Portfolio
Brookville Capital Master Fund, L.P.
Brun Mawr CLO, Ltd.
Callidus Debt Partners CDO Fund I
Candlewood Capital Partners LLC
Canpartners Investments IV LLC
Canyon Capital
Castle Garden Funding
Castle Hill
CDL Loan Funding LLC
Cedarview Opportunities Master Fund
Celerity CLO Ltd
Centurion CDO
Chatham Light II CLO, Limited
Citadel Hill 2000 Ltd.
Colonial Funding LLC
CSAM Funding IV
C-Squared CDO Ltd.
Cumberland II CLO Ltd.
Cypresstree Claif Funding LLC
D.K. Acquisition Partners, L.P.
Debt Strategies Fund, Inc.
Delaware Corp Bond Fund
Delaware Delchester Fund
Desjardins Financial Security Life
Diversified Income Strategies
Diversified Investors High Yield
Dryden Leveraged Loan
Duane Street CLO I, Ltd.
Duma Master Fund LP
Dunes Funding LLC
ELF Funding Trust I
Employers Insurance of Wausau
Empyrean Investments, LLC
Endurance CLO I Ltd.
Excess Book
Feingold O'Keefe Credit Fund CBNA
First Trust Highland Capital
Flagship CLO
Forest Creek CLO, Ltd.
Fortis Bank SA NV Cayman Island Branch
Forstress Credit Funding
Lightspeed CLO
Galaxy
Gleneagles CLO Ltd.
Global Enhanced Loan Fund S.A.
Global StocksPLUS Income Fund

Gracie Capital L.P.
Greywolf Loan Participation LLC
Guggenheim Portfolio Company XII
Hammerman
Harbour Town Funding LLC
High Income Portfolio
Highland Floating Rate
Horizon Income Fund, Ltd.
IDS Life Insurance Company
ING Investment Management
Investment CBNA Loan Funding LLC
Investors Bank and Trust Co
Jasper CLO Ltd.
Katonah
KIL Loan Funding LLC
Kingsland I, Ltd.
KKR Financial CLO 2005-1, Ltd.
KZH
Liberty CLO Ltd.
LibertyView Loan Fund, LLC
Lincoln National Life Insurance Co.
Linden Capital LP
Lispenard Street Credit (Master)
Loan Funding LLC
Loan Star State Trust
Long Grove CLO, Limited
Madison Park Funding I, Ltd.
Marathon CLO I Ltd.
Marathon Special Opportunity
Market Square CLO Ltd.
Maquette Park CLO Ltd.
McDonnell Loan Opportunity Ltd.
Metropolitan West
ML Global Investment Series Income
Mountain Capital CLO
Muirfield Trading LLC
National City Bank
Nemean CLO, Ltd.
Oak Hill Credit
Oak Hill Securities Fund
OCM High Yield Plus Fund LP
Octagon Investment Partners
Panton Master Fund LP
Park Avenue Loan Trust
PIMCO Floating
Pinewood Credit Markets Master Fund
Pioneer Floating Rate Trust
PNC Bank, N.A.
Post Leveraged Loan Master Fund, LP
Post Opportunity Fund L.P.
Post Total Return Fund, L.P.
Principal Life Insurance Company

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XIV. Major Lenders (con'd)

Prospect Funding I, LLC
Putnam Investments
Q Funding III LP
Quadrangle Master Funding Ltd
Quattro
R2 Top Hat, Ltd.
Race Point
Red Fox Funding LLC
Redwood Master Fund, Ltd.
Riviera Funding LLC
Robson Trust
Rockwall CDO Ltd.
Rosemont CLO, Ltd.
Salomon Brothers Variable Rate
Sankaty High Yield Partners
Satellite Senior Income Fund
Saturn Trust
Scoggin Worldwide Fund Ltd
Scottwood Partners LP
SEI Institutional Managed TST
Seneca Capital, L.P.
Sierra CLO I Ltd.
Silverado CLO 2006-1 Ltd.
Sky CBNA Loan Funding LLC
SMBC MVI SPC
SOF Investment, LP
Southport CLO, Limited
SRI Fund LP
Stanfield
SunTrust Bank Atlanta
TCW
The Drake Offshore Master Fund, Ltd
The Foothill Group Incorporated
The Hartford Floating Rate Fund
Thirvent High Yield
Velocity CLO, Ltd.
Venture CDO
Vista Leverage Income Fund
Vulcan Ventures, Inc.
Watershed Capital
Waterville Funding LLC
Waveland-Ingots, Ltd.
Wells Capital Management
Western Asset Floating Rate
Wind River CLO I, Ltd.
Wrigley CDO, Ltd.

XV. State and Other Government Authorities

Air Resources Board (ARB) California
Alabama Department of Environmental Management
(ADEM)

Arizona Department of Environmental Quality (ADEQ)
California Environmental Protection Agency (Cal EPA)
Certified Unified Program Agencies (CUPA) (California)
Colorado Department of Public Health and Environment
(DPHE)
Department of Toxic Substances Control (California)
Georgia Department of Natural Resources
Illinois Environmental Protection Agency (EPA) (Illinois)
Indiana Department of Environmental Management
(IDEM)
Integrated Waste Management Board (CIWMB)
(California)
Kansas Department of Health & Environment
Kentucky Environmental and Public Protection Cabinet
Minnesota Pollution Control Agency
Mississippi Department of Environmental Quality
Missouri Department of Natural Resources
New Jersey Department of Environmental Protection
New York State Department of Environmental
Conservation (NYSDEC)
Office of Environmental Health Hazard Assessment
(OEHHA)
Ohio Department of Commerce (BUSTR)
Oklahoma Corporate Commission
Oklahoma Department of Environmental Quality
Pennsylvania Department of Environmental Protection
Regional Air Pollution Control Agency (RAPCA) (Ohio)
South Carolina Department of Health and Environmental
Control
State Department of Health Services (California)
State Water Resources Control Board (SWRCB)
(California)
Tennessee Department of Environmental and
Conservation
Texas Commission on Environmental Quality
U.S. Department of Transportation
U.S. Environmental Protection Agency
Wisconsin Department of Natural Resources
Occupational Safety and Health Administration (OSHA)

XVI. Potential Interested Parties

Brittingham, Julie & David
Estate of Stella Demeniu
Grimes, Rita
Quinn, Larry
Shannon Shaw, Martin L.
Consumer Electronic Product Line
Vehicle Electronic Product Line

XVII. Major Litigation Parties

Adams Oil
Alan Torabi

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XVII. Major Litigation Parties (con'd)

Alfaro, Jose C.
Allegheny Coatings
Allegheny Rodney
Allegre Dong AH
Alternate Resource, Inc.
American Electronics Components (AEC)
Amy C. Bastien
Bryan, Greyson
Arbogast, Michael A.
Asherbranner, Jennifer T.
Associated Springs & Barnes Group, Inc.
Austin Group, Ltd.
Automotive Technologies International, Inc.
Ayusa
A&O Mold & Engineering, Inc.
Barnes, Cleary
Bartell, Greg
Beck, Bobby
Bedrin, John
Bendix ABS Fires
Bernadine Peace
Betty J. Flora
Beuke, Robert L.
Bex, Russell
Bishop, Sr., James Denson
Blas, Cassandra E.
Bradley, Phyllis Jean
Brady, Billy W.
Brewer, Mary M.
Brian Dickerson
Brian Mahle
Brian Penley
Bridget A. Neubauer
Brown, James Lee
Building Materials Holding Corporation
Buis, James
Bulk Terminals, Inc.
Byron E. Hurst
Canter, Richard
Carl Allison
Central Bank of Brazil
Chad Dougherty
Chapa, Israel
Charles Francis Kulinec Jr.
Chase-Orr, Kimberly
Chris Wong
Cindy Lee Schlicher, n/k/a Cindy Lee Berthold
Circle Plastic Products, Inc.
City of DelRay Beach Police
Gimpex
Mano Gum

VEHVAC
Cloncs, Donald
Clorex S.A.
Columbus Plant Fire
Conducelli
Conrad, Dean F.
Cook, Sylvia
Cox, Jon C.
Crown City Plating Company
Custom Energy, L.L.C.
C&J Industries
Daniel A. Miller
Davis, Robert E., II
Vasquez, Joe R d/b/a/ Farmers' Marketing Service
Republic Waste Industries, Inc. a/k/a Autonation
Kelly Koszewski
INFONAVIT (Instituto del Fondo Nacoinal de la
Vivienda para los Trabajadores)
Tolulene & Cloroethane
Solvent Chemicals
Opel Hungary/GMPT
IMSS (Instituto Mexicano del Seguro Social)
Demet
Dennis Sharp
Denso Corporation
Devlieg Boulevard II, Inc.
DHB-CA
Donna R. Wilson
DSL Net Inc.
Eaton Corporation
Edith C. James
Elco Textron Fastening Systems
Elmore, Jr., Arlis M.
Energy Conversions Systems (ECS) f/k/a Morganite
Ennis, Donald
ESSEDUE
Estate of Lannon
Ethylene Propylene Diene
Eva M. Orlik
Executive Loan Program - MI
Farag Mohamed
Felipe F. Gavia, Sr.
Fiber Optic Fund
Fiber Systems International, Inc.
First Technology
Fleming, Joseph A.
Flex-Tech
FLSA Investigation, Kettering
Folck, Neal C.
Freddie L. Johnson
Gaines, Ira
Gann, Robert Edwin

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XVII. Major Litigation Parties (con'd)

Gary Whitney
GfH
Gillette, Edward A.
Greystone & Co.
Groce, Kelly R.
Gualandi, Kevin
Gulf Coast Bank & Trust Company
Gutjahr, Michael
Hammer, Edward
Harold Woodson
Hayes Brake
Hillman, Robert
Hirschmann Electronics GmbH & Co.
Hoover Precision Plastics
Hoyt, Arthur C.
HPI
Hubbard, Clarence E.
Hunter, Clemie
Hutchinson Seal Corp.
H.E. Services Company
ICG
Diavia Belgian Distributor
IUE Moraine Umpire
James Burdette
James H. Nguyen
James Truscio
Jason Mills
Jeff Stoughton
Jevicks, Teresa
John Guevrra
John Petrie
Johnson, Jana C.
Joseph Reno
Judith Myers
Karlin, Lawrence
Kenneth J. Kumiega
Key Plastics
Kim Fouche
Kim N. Khan
Kimberly Y. Foster
Kostal of America, Inc.
Kramer, Steven
Kraus, Jessica
Laneko
Lemon Bay Partners
Leon Sammons
Linda Osowski
Linerboard Antitrust
Litex, Inc.
Lockheed Martin Corp.
Lori Smith

Lunt Manufacturing Co., Inc.
Lynn Rowell
L&W Stamping, Inc.
Magnesium Aluminium Corporation
Mansel Hagan vs Clyde Lee, Jr.
Mark Heathco
Martin J. Jordan
Martina Clark
Martinez, Jose Angel Mata
Mary Smith
Means Industrial, Inc.
Merritt, James and Bonnie
Michael A. Polito
Michael K. Snider
Michael S. Young
Michelle Hyder
Mike Birdyshaw
Mike Leslie
Milwaukee Design Center
Minnick, Ralph D.
Modine Manufacturing Company
Morrison, Thomas
Mortensen, Philip Bradley
Motorola Quadrasteer
NBR
Neal C. Folck
Newton, David
NGK Spark Plugs USA, Inc.
Norma Jean Torsky
Norman Jones
O'Brian, George M.
O'Brien, Michael L.
O'Neill, Mary P.
Orlick Industries, Ltd.
OSHA Recordables
P-K Tool & Manufacturing
Pamela K. Dotson
Paragon/CJR
Parkview Metal Products
Partridge, Steve
Patent Holding Company
Paul J. Turinsky
Paul Kirsch
Automotive Applied Technologies Limited
Pennington, Jeff
Peter Yang
Petrie Household Goods Claim
Phelps, John W.
Phillips, Robert
Poitra, Tammie
Praxair Surface Technologies

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XVII. Major Litigation Parties (con'd) Priest, Aaron

Pritchard, Deborah Brown
Proud, Douglas
Quake Global, Inc.
Quinn, Larry
Raphael, Naomi
Rebecca Lea Miles
Rebecca Rudzik
Reilly, Jr. Thomas A.
ASEC France
Richard Barner
Richard J. Jakupco
Richard Kowalski
Richard W. Knisley, II
Rio Bravo Occupied Worker Housing
Robert Givens
Robin McCree
Rosalyn Motley
Rowley, Donald
Ruben J. Rosen
Russell Anderson, Jr.
Russell, Thomas
Sedberry, Joyce
Segway
Sharon Kelley
Sharyl Yvette Carter
Shawn VanAmburg
Shaw, Martin L.
Shontea Jenkins
Siemens VDO Automotive AG (SVDO)
Smith, James O.
Smith, Louis
Smolik, Lillie
Sonja Abernathy
SouthTrust Bank
Stansbury II, Robert L.
Stejakowski, Dennis
Stephen M. McKee
Steven Williams
Strategic Distribution Marketing De Mexico, S.A. DE
C.V.
Strattec Security Corporation
Stuck, Ronald P.
SungWoo
Anglo Metals, Inc.
Takata-Petri AG
Talbot Case
Tammy A. Vandale
Tasha Kelely
Tenneco Automotive Inc.
Terazosin Hydrochloride
Terrence Evans

E&C-Sanko
The Chamberlain Group, Inc.
Theresa L. Spencer
Thomas York Jr.
Ticona
Tina Newman
Grundig Multimedia B.V.
Trovan
Tuthill, Rusty
ESS, Inc.
Delco Remy America, Inc. (DRA)
Nabco
Infratrol Cure Ovens
U.S. Aeroteam, Inc.
Valeo Electrical Systems, Inc.
Valeo Switches and Detection Systems, Inc.
Ventra - Tech
Vincent J. Coletta
Waldo, Richard L.
Walter Keith Lawson
Wheeler, Bruce C.
Whitehead, Anthony
Whitmire, Steven Lee
William Ashburn
William Blaesi
William Jensen
William P. Edwards
Willis, Steven
Woodward Diesel Pump
Wood, Ralph
Wright, Eugene A
Yates, Dale A.
Alex S. Stewart
Anthony F. Budak
Arnold, James Jr.
Automotive Technologies, Inc.
Avarette, Bessie
Baxter, Daniel
Bentley Rolls-Royce
Berry, Doris
Bhones, Diane
BMC Holding Corporation d/b/a BMC West
BorgWarner Inc.
BorgWarner Turbo Systems
Brantley, Shalonda J.
Brian Lyons
Britt, Stephanie
Brooks, Diane
Brooks, Marvin
Brooks, Shameila
Brown, Celestia
Bryce Woodward

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XVII. Major Litigation Parties (con'd)

Buchanan, Rufus O.
Burch, Amy R.
Butler, Daisy J.
Campbell, John E.
Chivers, Kathy L.
Clyde Wilson
Cockrane, Ameatha
Colbert, John E.
Connie Fournier
Copeland, Huey G.
CWI
Daniel Lamb
Davis, Janetta
DCX
Diana B. McBride
DMS NA
Droman, Rick
Dukarski, Katherine
Dutton, William Boyd
Edward Joseph Greenwood
Elco Textron, Inc.
Enterprise Automotive Systems
Epsilon
Farmer, Darryl G.
Faurecia Exhaust Sys Inc.
Fieger, Fieger, Kenney and Johnson
Fields, Charlotte
Foster, Kim L.
Gaddis, Tracy
Garcia, Jessie L.
Gilyard, Jonnie
Glass, Coy
Glynn, Marcus
Gonzalez, Phillip
Gordon, Franklin
Gordon, Patricia
Gregory James Knighton
Harco Industries, Inc.
Harden, John W.
Hardy, William
Harold Aubert
Hassel, Claudette M.
Hernandez, Gloria
Herndon, Laura V.
Hills, Donald L., Sr.
Honeywell ACS Sensing & Control
Hood, Constance
Hood, Kelli
Howard, Mark
International Truck
IUE-CWA Local 755

IUE-CWQ
Johnson, Ruth
Johnson, Shanellie
Jones, David
Jones, Lonnie
Josey, Anita
Joyce Walker
Julias, Steven
Kevin R. Walter
Kowallek, Daniel E.
Land Rover
Larry Brady
Larry C. Peters
Latimore, John L.
Lee Young
Linda Hudson
Lisa Gross
Little, Robert W.
Logistics Solution Group S.A. de C.V.
Lumpkin, Robert J.
Lunn, Richard
Mahle Sistemas de Filtracion de Mexico
Massey, Patricia
Matter, Phillip
MBUSI
Teresa Hurst
McCullough, Amy M.
McDonald, Wilfred A.
MCI Telecommunications Corporation
McMillon, Anna
Meyer and Williams
Mulligan, Charles D.
Ondo, Anthony C.
Opel
Owens, Donna
Peters, Jerry
Philip Gonzalez
Pickett, Mary
Powell, Charlene
Qualls, Debbie L.
Randal A. Middleton
Reyes, Daniel
Robert Lewis
Samacki, Rachel
Shanks, Carol
Sherban, Daniel
Sherer Electric
State of New York
Surles, Brenda
Swain, Andrew
Taylor, Kenneth
Thomas, Demetrius

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XVII. Major Litigation Parties (con'd)

Thompson, Maria N.
Todd, William N.
Vincent, Leo J.
Walker, Joyce
Warner-Eno, Leslie A.
Wayne Conwell
West, Roleda
Whitaker, Samuel F.
William D. Hanline
Williams, Lester
Wilson, Loretta
Winbush, Meatha
Wisehart, Rhonda
Wolan, Lea
Woodard, Anthony
Young, Karl L.
Adams, Thomas E.
Aimtronics Corporation
Alternative Resource, Inc.
Ana Paula
Anorve, Juan
Apple Computer
Arnold & Porter
Aziz, Salman
Bernstein, Sidney
Brown, Jonathan
CDA Consulting
Celso Gon*alves Viana
Chilton, Alfred
Clark, Charles
Dactem, Inc.
Dangerfield, Shawn
Daniel Legorreta
Donald M. Lyon, Esq.
Dynamic Sciences International
Eftec North America, LLC
Electrical Systems Motors
Electronic Environmental Engineering
Electrospec Cost Recovery
Ellis, Peter
Fabricated Metals
Financial Services of America, LLC
Fosbre, Frank J. Jr.
Fromm, Pamela
Gabrielle, Lori J.
Glass, Garvin
H.P. Haveles, Esq.
Hahn Elastomer
Hanners, Carolyn
Harley Brakes
Hassett & Donnelly, PC

Howery Simon Arnold & White, LLP
INSS
Invensys
Itabirito Plant
Jan Strzebniok
Janet E. Moser, Esq.
Jarzyniecki, Philip
Jeanniard
Jeff C. Spahn, Jr., Esq.
Joe Viviano
Jon E. McDermott, Esq.
Jon R. Smibert, Esq.
Jonathan B. Taylor, Esq.
Jones, Leland
Jones, Rodger
Jones, Vanessa
Joshua A. Sherbin, Esq.
Joyal Products, Inc.
Junkin, Harrison & Junkin, PC
JV Products
Kenna Technical Services
Kenna, William
Kessler, Thomas
Kreegar, William C.
Krupp-Hoersch
Laborsource 2000, Inc.
Lazor, Daniel
LK Nagano Sistemas Automotivos Ltda.
Luiz Alberto Moreira
Manns, Debra A.
Matamoros
Matthew G. Lindberg, Esq.
Mauro Lucio Diniz
McAleer, Adrian
MetroCal, Inc.
Ministerio Publico
Missing Press Parts
Mubea, Inc.
MyFi Battery Fires
Nesco
Novo Rio Baterias Ltda.
Nu Tech Plastics Engineering, Inc.
Olson Tooling
Onsalma
Palmer, Cindie L.
Paul Rosen, Esq.
PODS
Power Outage
Public Lighting Authorities
Reynosa
Richard Vance, Esq.
Ross, Marion

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XVII. Major Litigation Parties (con'd)

Royal Freight, L.P.
S "nia Aparecida da Silva
Samuel W. Junkin, Esq.
SEC-MSD Software Corporation
Seskin, Lauren
Smith, Erisha
Sobel, Jonathan F.
State of Minas Gerais
Stewart, Andrew
Stites & Harbison, PLLC
Tom Van Dusen
Valeo North American Corporate
Watkins Motor Lines
Weber, Herman
William L. Seldeen, Esq.
Williams, Modina
Xandex, Inc.
Yount, Loretta

**XVIII. Holders of 5% or More of the Equity
Securities of Company**

Capital Group International, Inc.
Capital Research & Management Company
Dodge & Cox
State Street Bank and Trust Company
Brandes Investment Partners, LLC

**XIX. Holders of 5% or More of Notes of the
Company**

First Clear
Investors Bank & Trust Co.
Lehman Brothers
Mellon Trust
ML Sfkpg
NFS LLC
Pershing LLC
SSB Electronic USA

XX. Employees of the Office of the US Trustee, NYC

Austin, Elizabeth J.
Tom, Mary Elizabeth
Arso, Courtney
Brooks, Catletha
Catapano, Maria
Choy, Danny A.
Davis, Tracy Hope
Dub, Elizabeth C.
Elkins, Hollie T.
Felton, Marilyn
Fields, Myrna R.
Joseph, Nadkarni
Leonhard, Alicia M.
Lord, Delores
Lustrin, Pamela J.
Martinez, Anna M.
Masumoto, Brian S.
Mendoza, Ercilia A.
Mobley, Darin L.
Moroney, Mary V.
Morrissey, Richard C.
Schwartzberg, Paul K.
Sharp, Sylvester
Soto, Hector
Velez-Rivera, Andy
Zipes, Greg M.
Martini, Deirdre A.
Crawford, Desiree
Haynes, Hope A.
Porter, Carol A.
Segreto, John

XXI. Bankruptcy Judge Drain and Staff

Robert D. Drain
Dorothy Li
James M. Millerman
John Lucas

EXHIBIT I

CREDITORNAME	CREDITORNOTICENAME	ADDRESS1	ADDRESS2	CITY	STATE	ZIP
Orix Gf Warren Venture	Orix Gf Warren Venture	100 N Riverside Plaza Ste 1400	C o Orix Warrenincorix Real Estate Equities	Chicago	IL	60606
Visteon Services		1 Village Ctr Dr	Attn Global Real Estate Services	Belleville	MI	48111-5711
Regus Business Centres Corp		100 Manhattanville Rd	Ste 412	Purchase	NY	10577
Orix Gf Warren Venture		100 N Riverside Plaza	Ste 1400	Chicago	IL	60606
Orix Gf Warren Venture	Orix Gf Warren Venture	100 N Riverside Plaza Ste 1400	C o Jim Purinton	Chicago	IL	60606
Aspire Building Llc	Cox Hodgman and Giarmarco	10th Fl Columbia Ctr 101 W Big Beaver Rd	Attn Basil M Briggs	Troy	MI	48084
Norfolk Southern Corporation	Norfolk Southern Corporation	110 Franklin Rd Se		Roanoke	VA	24042-0044
Fortune Avenue Partners	Fortune Management	110 N Washington St		Kokomo	IN	46901
Fortune Avenue Partners	Fortune Ave Partners	110 N Washington St		Kokomo	IN	46901
Limar Realty Corp	Kilroy Realty Lp	111 Pacifica	Ste 300	Irvine	CA	92618
Kilroy Realty Lp	Kilroy Realty Lp	111 Pacifica Ste 300		Irvine	CA	92618
Green Road Associates Limited Partnership	Green Rd Associates Limited Partnership	115 Depot St C o First Martin Corporation		Ann Arbor	MI	48104
River Road Investments Inc	River Rd Investments Inc	1155 Meadowbrook Ave		Youngstown	OH	44512
Tr Butterfield Trail Corp	c o Capri Capital Advisors LLC	1201 N Clark St	Ste 300	Chicago	IL	60610
Mosser Construction Inc		122 South Wilson Ave		Freemont	OH	43420
Kilroy Realty Lp	Mcdaniel and Mcdaniel	12200 W Olympic Blvd Ste 200	Attn Marshall L Mcdaniel	Los Angeles	CA	90064
Crown Enterprises Inc	Crown Enterprises Inc	12225 Stephens Rd		Warren	MI	48089
Lasalle National Bank As Trustee	C o Nicholson	1300 West Higgins Rd	Porter and List Inc	Park Ridge	IL	60068
Transwestern Great Lakes Lp	Transwestern Great Lakes Lp	1301 W Long Lake Rd Ste 330		Troy	MI	48098
Tr Butterfield Trail Corp	Holland and Knight Llp	131 S Dearborn 30th Fl	Attn James T Mayer	Chicago	IL	60603
Cinergy Corp	Attn Debbie Plummer	139 E Forth St	Room 2604at	Cincinnati	OH	45202
Cinergy Corp	Cinergy Corp	139 E Fourth St Room 2604at	Attn Debbie Plummer	Cincinnati	OH	45202
Shelby Industrial Investors	C o Kojaian Mgmt Corp	1400 N Woodward	Ste 250	Bloomfield Hills	MI	48304
Research Properties Llc	Research Properties Llc	1425 Sagamore Pkwy North		Lafayette	IN	47904
Raytheon Company		1520 Hughes Way Bldg A01 M s A162 PO Box 9399	Attn Corporate Real Estate Dept	Long Beach	CA	90810
Itw Mortgage Investments Iv Inc	C o Ge Capital Realy Group Inc	16479 Dallas Pkwy Ste 400		Dallas	TX	75248
Itw Mortgage Investments Iv Inc	Attn Asset Management and Legal Department	16479 Dallas Pkwy Ste 400	C o Ge Capital Realty Corp Inc	Dallas	TX	75248
Oil Well Llc	Moss and Odell Pc	1675 Larimer St Ste 650	Attn Chris Odell	Denver	CO	80202
Jcr Investments Llc		17401 Tiller Court		Westfield	IN	46074
Jcr Investments Llc	Jcr Investments Llc	17401 Tiller Ct		Westfield	IN	46074
Gbg2 Lip	Henry Braly	1800 Pike Rd		Longmont	CO	80501
Oil Well Llc		1800 Pike Rd		Longmont	CO	80501
Oil Well Llc	Frontier Companies Llc	1800 Pike Rd		Longmont	CO	80501
Oil Well Llc	Oil Well Llc	1800 Pike St		Longmont	CO	80501
Norfolk Southern Corporation	Norfolk Southern Corporation	185 Spring St Sw		Atlanta	GA	30303
1401 Troy Associates Limited Partnership	Douglas M Etkin	200 Franklin Ctr 29100 Northwestern Hwy		Southfield	MI	48034
General Motors Corporation		200 Renaissance Ctr	Mc 482 B38 C96	Detroit	MI	48265-2000
General Motors Corporation	General Motors Corporation	200 Renaissance Ctr Mc 482 B38 C96		Detroit	MI	48265-2000
Gar Properties Llc	Gar Properties Llc	205 St Paul St Ste 400	Attn Fred J Rainaldi	Rochester	NY	14604
Gar Properties Llc	Mangione and Roinman	205 St Paul St Ste 400	Attn Sal Mangione Esq	Rochester	NY	14604
Consumers Power Company	Consumers Power Company	212 W Michigan Ave		Jackson	MI	49201
Donald R and Sarah E Sweeton	Dasco Inc	214 Admiral Circle		Lawrenceburg	TN	33464
County Of Marquette	Sawyer International Airport	225 Airport Ave	Attn Airport Manager	Gwinn	MI	49841
First Industrial Lp	First Industrial Realty Trust Inc	24800 Denso Dr Ste 175		Southfield	MI	48034
First Industrial Lp	First Industrial Realty Trust Inc	24800 Denso Dr Ste 175		Southfield	MI	48034
Mid States Industrial Complex Ltd		2574 E River Rd Bldg 10 Llc	PO Box 744	Dayton	OH	45401-0744
Avi Foodsystems Inc		2590 Elm St Ne	Attn John Payiavlas President	Warren	OH	44483
Weingarten Realty Investors	Weingarten Realty Investors	2600 Citadel Plaza Dr Ste 300		Houston	TX	77216
Liberty Property Limited Partnership	Liberty Property Limited Partnership	26911 Northwestern Hwy Ste 205		Southfield	MI	48034
Grand Trunk Western Railroad Inc	Grand Trunk Western Railroad Inc	2800 Livernois		Troy	MI	48007-5025
John E Benz		3017 Exchange Court	Ste A	West Palm Beach	FL	33409

CREDITORNAME	CREDITORNOTICENAME	ADDRESS1	ADDRESS2	CITY	STATE	ZIP
John E Benz	John E Benz	3017 Exchange Ct Ste A	C o John E Benz and Co	West Palm Beach	FL	33409
General Motors Corporation	General Motors Corporation Office Of The General Counsel	3031 W Grand Blvd PO Box 33122	New Ctr One Building	Detroit	MI	48226
Osprey Sa Ltd	Osprey Sa Ltd	305 E Main St		Brighton	MI	48116
500 Commerce Llc	C o Viking Industries Llc	30505 Bainbridge Rd	Ste 100	Solon	OH	44139
Aspire Building Llc		31000 Northwestern Hwy	Ste 220	Farmington Hills	MI	48334
Aspire Building Llc	Aspire Building Llc	31000 Northwestern Hwy Ste 200	Attn Andrew Milia	Farmington Hills	MI	48334
First Industrial Lp		311 S Wacker Dr	Ste 4000	Chicago	IL	60606
First Industrial Lp	First Industrial Lp	311 South Wacker Dr Ste 4000	Attn Vice President Portfolio Management	Chicago	IL	60606
Sealy Rg Valley Buildings Lp	C o Sealy and Company Inc	333 Texas St	Ste 1050	Shreveport	LA	71101
Sealy Rg Valley Buildings Lp	Sealy Rg Valley Buildings Lp	333 Texas St Ste 1050 C o Sealy and Company Inc	Attn Mark P Sealy	Shreveport	LA	71101
First Industrial Lp	Barack Ferrazzano Kirschbaum Perlman and Nagelberg	333 West Wacker Dr Ste 2700	Attn Suzanne Bessette Smith	Chicago	IL	60606
Dc North Llc	Dc North Llc	3811 Palisades Dr		Tuscaloosa	AL	35405
Nissan Technical Center North America Inc	Attn John Calandro	39001 Sunrise Dr		Farmington Hills	MI	48098
City Of Warren Ohio	City Of Warren Ohio	3901 Mahoning Ave Nw C o Clerk City Engineers		Warren	OH	44483
Miller Valentine Group	Miller Valentine Group	4000 Miller Valentine Court PO Box 744		Dayton	OH	45439-1487
Economic Development Rail Ii Corp	Economic Development Rail Ii Corp	4319 Belmont Ave		Youngstown	OH	44505
Amherst Commerce Park		4508 Main St		Buffalo	NY	14226
Amherst Commerce Park	Amherst Commerce Pk	4508 Main St		Amherst	NY	14226
Gbg2 Llp	C o Gibbons White Inc	4730 Walnut St	Ste 206	Boulder	CO	80301
Gbg2 Llp	Gbg2 Llp	4730 Walnut St Ste 206	C o Gibbons White Inc	Boulder	CO	80301
Enerdel		500 W Cypress Creek Rd Ste 100	Attn Kevin P Fitzgerald	Ft Lauderdale	FL	33309
Csx Transportation	Csx Transportation	500 Water St J180		Jacksonville	FL	32202
Cit Of Tulsa Rogers County Port Authority		5350 Cimarron Rd		Catoosa	OK	74015
City Of Tulsa Oklahoma	City Of Tulsa Oklahoma	5350 Cimarron Rd	City Of Tulsa Rogers Co Port Authority	Catoosa	OK	74015
Cherokee North Kansas City Llc		5445 Dtc Pkwy	Ste 900	Englewood	CO	80111
Cherokee North Kansas City Llc	Cherokee North Kansas City Llc	5445 Dtc Pkwy Ste 900		Englewood	CO	80111
Wells Management Company	Wells Management Company	6200 The Corners Pkwy Ste 250		Norcross	GA	30092
Universal Tool And Engineering Inc		7601 E 88th Pl		Indianapolis	IN	45256
Mike Hales Real Estate Ltd	Mike Hales Real Estate Ltd	804 Meadowbrook Dr Ste 102		Olathe	KS	66062
Saginaw Centre Development Company Llc		804 S Hamilton St		Saginaw	MI	48602
Germaines Technology Group Custom Coating And Enhancements Inc		8333 Swanston Ln		Gilroy	CA	95020
Raytheon Company		870 Winter St	Attn Corporate Real Estate Dept	Waltham	MA	02451
Tr Butterfield Trail Corp	Tr Butterfield Trail Corp	875 N Michigan Ave Ste 3430 Co Capri Capital Advisors Llc	Attn Asset Manager	Chicago	IL	60611
Laurence Tippman Sr Family Limited Partnership		9009 Coldwater Rd		Fort Wayne	IN	46825
Tawas Industries		905 Cedar St		Tawas City	MI	48763
North Renaissance Development Llc	North Renaissance Development Llc	909 Washington Ave PO Box 348		Bay City	MI	48708
Barrister Executive Suites Inc	Lease Termination Dept	9841 Airport Blvd	Ste 1200	Los Angeles	CA	90045
Jcr Investments Llc	Dann Pecar Newman Kleiman Pc	Attn Jeffrey A Abrams	One American Square Ste 2300 PO Box 82008	Indianapolis	IN	46282
Nissan Technical Center North America Inc	Nissan North America	Attn Sue Derian Assistant General Counsel	990 West 190 St	Torrance	CA	90502
County Of Marquette	County Of Marquette	Marquette County Courthouse Complex		Marquette	MI	49855
Ford Motor Land Development Corporation	Attn Property Manager Fairlane North	One Pkline Blvd	Ste 1500 East	Dearborn	MI	48126
Regus Business Centres Corp	Regus Business Centres Corp	One Tower Ln Ste 1700	Attn Mr John Rudakas	Oakbrook Terrace	IL	60181
Milwaukee Investment Company	Milwaukee Investment Company	One Towne Sq Ste 1200 C o Signature Associates	Attn Property Management	Southfield	MI	48076
Ford Motor Land Development Corp	Ford Motor Land Development Corp	Ste 1500 East One Pkland Blvd	Attn Property Manager Fairlane North	Dearborn	MI	48126

EXHIBIT J

Company	Contact	Address 1	Address 2	City	State	Zip
National Grid Law Dept	William C Grossman	144 Kensington Ave		Buffalo	NY	14214

EXHIBIT K

Company	Contact	Address 1	Address 2	City	State	Zip	Email
Consumers Energy		One Energy Plaza		Jackson	MI	49201	
Consumers Energy	Mike Wilson						mgwilson@cmsenergy.com
Consumers Energy	David Yoder						dmyoder@cmsenergy.com